

PD97000040145

JERREL E. TOWERY, P.A.
Attorney At Law
291 Tandem Center
333 South Tamiami Trail
Venice, Florida 34285

Jerrel E. Towery

April 29, 1997

Telephone
(941) 485-3391
FAX
(941) 485-3630

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

800002163468--0
-05/02/97--01078--001
****122.50 ****122.50

RE: Articles of Incorporation of 3P Marketing, Inc.

Dear Sir or Madam:

Enclosed please find the above-referenced document,
along with our check in the amount of \$122.50 for your fee.

Please return the recorded Articles with the
Certificate of Incorporation to us.

Thank you for your assistance in this matter.

Yours truly,

Jerrel E. Towery/rks
Jerrel E. Towery

JET/rks

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -2 PM 12:08

D. BROWN MAY -6 1997

ARTICLES OF INCORPORATION
OF
3P MARKETING, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -2 PM 12:08

The undersigned subscriber to these Articles of Incorporation does hereby form a corporation under the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE I
NAME OF CORPORATION

The name of this Corporation shall be 3P MARKETING, INC.

ARTICLE II
GENERAL NATURE

The general nature of the activities of this Corporation shall be business marketing and promotions and the transaction of any or all lawful business for which corporations may be incorporated under this Chapter 607 Florida Statutes.

ARTICLE III
CAPITAL STOCK

A. The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is One Hundred Thousand Shares (100,000) of Common Stock having a par value of One Dollar (1.00) per share, which shall be without preemptive rights.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value in the judgment of the Board of Directors at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and nonassessable, the same as though paid for in cash; and the

Directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, the Corporation shall have the right to increase its capital stock either with or without par value and to provide in the event of such increase the designation, preferences, voting powers or restrictions or qualifications of voting powers, of such additional stock in an amendment to its Certificate of Incorporation.

D. There shall be no preemptive rights.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this Corporation shall begin business is not less than One Thousand (\$1,000.00) Dollars.

ARTICLE V

TERM OF EXISTENCE

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI

CORPORATE OFFICE

The street address of the office of the Corporation will be 7727A Holiday Dr., Sarasota, FL 34231. The Board of Directors shall have the power to establish branch offices and to move the principal office to any other address in Florida.

ARTICLE VII

BOARD OF DIRECTORS

A. The Board of Directors of this Corporation shall consist of at least one (1) Director, but not more than three (3) Directors.

B. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the Stockholders.

C. The names and street addresses of the initial members of the Board of Directors, to hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified are:

<u>NAME</u>	<u>ADDRESS</u>
DOUGLAS H. LAIRD	402 Murillo Dr., Nokomis, FL 34275
DIANE WEST-LAIRD	402 Murillo Dr., Nokomis, FL 34275

D. Any Director may be removed from office by the Stockholders, entitled to vote thereon at any annual or special meeting of the Stockholders, for any cause deemed sufficient by such Stockholders.

E. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Stockholders at their next annual meeting or at a special meeting called for the purpose of filling such vacancies.

ARTICLE VIII

SUBSCRIBER TO ARTICLES

The following is the name and address of the subscriber to these Articles of Incorporation:

<u>NAME</u>	<u>ADDRESS</u>
DOUGLAS H. LAIRD	402 Murillo Dr., Nokomis, FL 34275
DIANE WEST-LAIRD	402 Murillo Dr., Nokomis, FL 34275

ARTICLE IX

BYLAWS

The Stockholders of this Corporation shall have the sole power to establish, enact, alter or repeal Bylaws for the management of this Corporation, and the duties of the Officers of this Corporation shall be prescribed by such Bylaws. The Bylaws may require a vote or action by more than a majority of Directors or by more than a majority of the shares of Stockholders in specified matters. In addition, such Bylaws may include, by unanimous decision of all the Stockholders, any regulatory or restrictive provisions regarding the sale, transfer or other disposition of any of the outstanding shares of stock of this

Corporation by any of its Stockholders, or in the event of the death of any of its Stockholders, and any provision for dissolution of the Corporation.

ARTICLE X

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at a Stockholders' meeting by a majority, or such greater number as may be specified in the Bylaws, of the share of stock entitled to vote thereon unless all the Directors and all the Stockholders' sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunder set my hand and seal this 28TH day of APRIL, 1997.

Douglas H. Laird
DOUGLAS H. LAIRD

Diane West-Laird
DIANE WEST-LAIRD

STATE OF FLORIDA
COUNTY OF SARASOTA

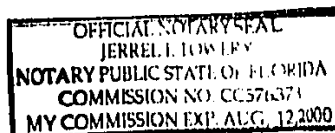
The foregoing instrument was acknowledged before me this 28th day of April, 1997, by DOUGLAS H. LAIRD and DIANE WEST-LAIRD, the incorporators of 3P MARKETING, INC. They are personally known to me, or have produced Driver's License as identification and did take an oath.

J. E. TOWERY
Signature of Acknowledger

JERREL E. TOWERY
Printed Name of Acknowledger

Notary Public
Title or Rank

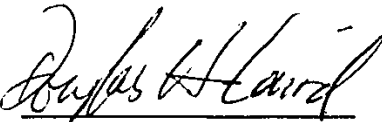
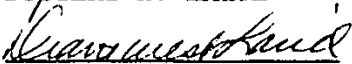
Date Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

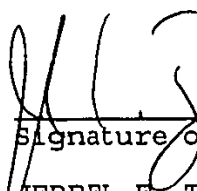
In pursuance of Chapter 48.901, Florida Statutes, the following is submitted in compliance with said Act:

3P MARKETING, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the County of Sarasota, State of Florida, has named DOUGLAS H. LAIRD, 402 Murillo Dr., Nokomis, FL 34275, County of Sarasota, State of Florida, as its resident agent to accept service of process within this State.


DOUGLAS H. LAIRD

DIANE WEST-LAIRD

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 28th day of April, 1997, by DOUGLAS H. LAIRD and DIANE WEST LAIRD, Incorporators, on behalf of the corporation. They are personally known to me, or have produced Florida License as identification and did take an oath.



Signature of Acknowledger

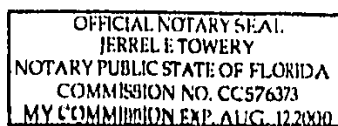
JERREL E. TOWERY

Printed Name of Acknowledger

Notary Public

Title or Rank

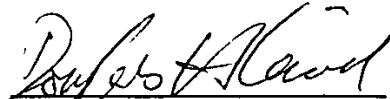
Date Commission Expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -2 PM 12:08

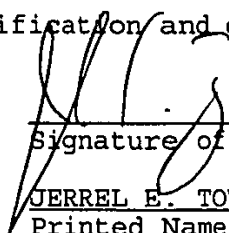
ACCEPTANCE:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


DOUGLAS H. LAIRD

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 28th day of April, 1997, by DOUGLAS H. LAIRD. He is personally known to me, or has produced FL Driver's License identification and did take an oath.

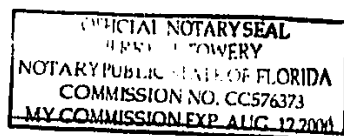

Signature of Acknowledger

JERREL E. TOWERY

Printed Name of Acknowledger

Notary Public
Title or Rank

Date Commission Expires:



P97000040146

5-597

Requestor's Name

Address

City

State

ZIP

Phone

VALIDATION ONLY

800002167649--0
-05/06/97--01080--016
****122.50 ****122.50

CORPORATION(S) NAME

Clark's Auto Interiors, Inc.



Empire Toll Free: 1-800-432-3028

☒ Profit
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

RECEIVED
97 MAY -6 AM 10 42
DIVISION OF CORPORATION

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

8/5/97

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is: CLARK'S AUTO INTERIORS, INC.

ARTICLE II - DURATION

The term of existence of the corporation is perpetual.

ARTICLE III - PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number shares which the corporation has authority to issue is 1000 shares all of which shall be common shares with par value of 1.00.

ARTICLE V - PREEMPTIVE RIGHTS GRANTED

Each share holder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI - REGISTERED OFFICE

The street address of the initial registered office and the principal place of business for the corporation is 4119 N. State Road 7, Lauderhill, FL 33319. The name of the initial registered agent at such address is Charles R. Clark.

ARTICLE VII - DIRECTORS

The business of the corporation shall be managed by the stockholders of the corporation rather than by a board of directors.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

Charles R. Clark
4119 N. State Road 7
Lauderhill, FL 33319


Charles R. Clark

ARTICLE IX - OFFICE OF CORPORATION

The address of the office of this corporation is:

4119 N. State Road 7
Lauderhill, FL 33319

ARTICLE X - COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on the date of filing of the Articles of Incorporation.

ARTICLE XI - DESIGNATION OF THE REGISTERED AGENT

The name of the registered agent of this corporation is Charles R. Clark.


Charles R. Clark

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 67.0501 Florida Statutes the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:
CLARK'S AUTO INTERIORS, INC.

2. The name and address of the registered agent and office is:

Charles R. Clark
4119 N. State Road 7
Lauderhill, FL 33319

SIGNATURE 

TITLE President

DATE 04/28/97

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE 

DATE 04/28/97