City/State/Zip Phone # Office Use Only LOCAL REPRESENTATIVE TALLAHASSEE CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): LUNSK (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time 2000 Certified Copy Mail out Will wait Photocopy Certificate of Status NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director 400002185004--1 Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger CHIERWHINGS **Annual Report** Torcign. Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials CR2E031(1/95)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 20, 1997

LAZARUS

MIAMI, FL

SUBJECT: REY TRUCK WASH CORP.

Ref. Number: W9700001 1773

We have received your document for REY TRUCK WASH CORP. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Sirnply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole Corporate Specialist Letter Number: 197A00027070

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

REY TRUCK STEAM CLEAN CORP.

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ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Reynaldo Fernandes 2011. W. Okeecho bee-R.D. Hialiah FL-33010

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 - 100 = 4100.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

2941 W. Okechober RD. Hidech FL 33010

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):
Roynal On Fernanda
Roynaldo Fernandos 2811 W Okelchober R.D Hielha Fr-330/C
ARTICLE VI DIRECTOR(S)
The name(s) and street address(es) of the director(s) to these Articles of Incorporation is(are): Active of Mark Forner of the director(s) to these Articles of Incorporation this The undersigned incorporator(s) has(have) executed these Articles of Incorporation this
The undersigned incorporator(s) has(have) executed these Articles of Incorporation this
11 day of May 1997. Signature
Signature

Signature

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: REY TRUCK STEAM CLEAN CORP.	
2. The name and address of the registered agent and office is:	
Reynallo Fernandez (NAME)	
(P.O. BOX <u>NOT ACCEPTABLE)</u>	
2851 W. Okeechahee-R.D. 33010 Hrafea (CITY/STATE/ZIP)	hFL 33010

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 /		97 HA	
DATE	<i>C</i>	721	eric eq ferien
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OOTOOOOASIOR AT LAW 213 WEST COMSTOCK AVENUE

POST OFFICE BOX 1660
WINTER PARK, FLORIDA 32790

OF COUNSEL TO: DITTMER, WOHLUST & WILKINS, P.A. TELEPHONE (407) 647-5654 FACSIMILE (407) 647-2911

May 16, 1997

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Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE:

Incorporation of JGRV, Inc.

Our File No. 22619 \ 63002

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation of the abovementioned corporation, together with our firm's check in the amount of \$70 for the following:

(a) Filing Articles of Incorporation

\$35.00

(b) Registration of Registered Agent

\$35,00

Total

\$70.00

Please send a stamped copy of the Articles of Incorporation to the undersigned.

Thank you.

Sincerely yours,

Richard F. Trismen

glc Encs.

of Spily

5/10/97

SECRETY STATE STATE

Articles of Incorporation Of JGRV. Inc.

I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation is:

JGRV, Inc.

ARTICLE II REGISTERED OFFICE AND AGENT

The address of the registered office in the State of Florida is 213 West Comstock Avenue, in the City of Winter Park, County of Orange. The name of the registered agent at such address is Richard F. Trismen.

ARTICLE III NATURE OF BUSINESS

The general nature of the business and the objects and purposes proposed to be transacted and carried on, are to engage in every aspect and phase of the business of a land investment, management, and development company, with the authority to undertake any lawful act or activity for which corporations may be organized under the laws of the State of Florida, and to do any and all of the things hereinafter mentioned, as fully and to the same extent as natural persons might or could do, viz:

1. (a) To acquire, by purchase, lease, or otherwise, lands and interests in lands, and to own, hold, improve, develop, and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held, or accepted by the corporation, buildings or other structures, public or hereafter erected on any lands so owned, held or occupied and to encumber or dispose of any lands, or interests in lands, and any buildings or other structures, at any time owned or

held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use, and operate real estate of all kinds, improved or unimproved, and any right or interest therein.

- (b) To acquire, by purchase, lease, manufacture, or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, developing or management of any property, real or personal, at any time owned, held, or occupied by the corporation, and to invest, trade, and deal in any personal property deemed beneficial to the corporation, and to lease, rent, encumber, or dispose of any personal property at any time owned or held by the corporation.
- (c) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.
- (d) To purchase the corporate assets of any other corporation and engage in the same or other character of business.
- (e) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and, while owner of such stock, to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock.
- (f) To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association, or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation or calculated to facilitate the same.
- (g) To enter into, or become a partner in, any arrangement for the sharing of profits, union of interests, or cooperation, joint venture or otherwise with any person, firm, or corporation to carry on any business or to make any investment which this corporation has the direct or incidental authority to engage in.
- (h) To enter into, for the benefit of its employees, one or more of the following: (i) pension plan, (ii) a profit sharing plan, (iii) a stock bonus plan, (iv) a thrift and savings plan, (v) a stock option plan, or (vi) other retirement, death benefit, or incentive compensation plan or plans.
- (i) To carry on any or all of its operations and businesses, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise, and enjoy all of the general powers of like corporations.

- (j) To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, partners, or otherwise, alone or in company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the businesses or acts above named.
- 2. In general to carry on any business not forbidden by the laws of the State of Florida and with all the powers conferred upon corporations by the laws of the State of Florida. Nothing herein shall be construed as giving the corporation hereby organized any rights, powers, or privileges not permitted to it by the laws of the State of Florida.
- 3. The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anywise limited or restricted by reference to or inference from the terms of any other objects, powers, and clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE IV CAPITAL STOCK

The total number of shares of capital stock which may be issued by this corporation is Ten Thousand (10,000) shares at par value of One Cent (\$0.01) a share, all of which shall be common stock and shall be fully paid and nonassessable. All such stocks shall be paid for in cash, property, labor, or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE V TERM OF EXISTENCE

The corporation shall have perpetual existence, commencing on the date of execution of these Articles, if they shall be filed with the Florida Department of State within five days after execution, and if not, commencing on the date of such filing.

ARTICLE VI ADDRESS

The initial street address of the principal office of this corporation is to be 213 West Comstock Avenue, Winter Park, Florida 32789. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit, and it may establish branch and other offices within or without the State of Florida.

ARTICLE VII DIRECTORS

The number of directors shall be determined by the Bylaws of the corporation, but in no event shall there be fewer than three (3). Directors shall not be required to hold stock in the corporation.

ARTICLE VIII INITIAL DIRECTORS AND OFFICERS

The names and post office addresses of the first Board of Directors and Officers of this corporation, who shall hold office for the first year or until their successors are elected shall be:

John H. Rogers, Jr.

President / Chairman of the Board / Director

1800 Sunset Drive

Winter Park, Florida 32789

Geoffrey G. Rogers

Vice-President / Treasurer / Director

741 Federal Avenue, East

Apartment #1

Seattle, Washington 98102

John H. Rogers

Director

1002 Temple Grove

Winter Park, Florida 32789

Richard F. Trismen

Post Office Box 1660

Winter Park, Florida 32790

Secretary / Director

ARTICLE IX INCORPORATOR

The name and street address of the incorporator of these Articles of Incorporation is:

John H. Rogers, Jr. 1800 Sunset Drive

Winter Park, Florida 32789

ARTICLE X

TRANSACTIONS IN WHICH OFFICERS OR DIRECTORS ARE INTERESTED

No contract or other transaction between the corporation and any other corporation, association, person, or firm, in the absence of fraud, shall be affected, invalid, void, or voidable because one or more Directors or officers of the corporation is or are interested in such contract or transaction as a Director or officer of the other corporation or association, or otherwise interested in or individually or jointly a party to any contract or transaction of this corporation or in which this corporation is interested, and no Director or officer of this corporation shall incur any liability by reason of the fact that he is or may be interested, in any such contract or transaction. A Director of the corporation may vote upon any such contract or other transaction between the corporation, and any subsidiary, controlled, affiliated, or other corporation, association, or firm without regard to the fact that he is also a Director or officer of such subsidiary, controlled, affiliated, or other corporation, association, or firm, and the presence at any meeting of the Board of Directors of any such Director may be counted in order to determine the presence of a quorum.

ARTICLE XI RESTRAINT ON ALIENATION OF SHARES

The shareholders of this corporation shall have the power to include in the Bylaws, adopted by a majority of the shareholders, any regulatory or restrictive provisions regarding the proposed sale, hypothecation, transfer, or other disposition of any of the outstanding shares of this corporation by any of its shareholders, or in the event of the death of any of its shareholders. The shareholders of the corporation and the corporation shall also have the power to so regulate and restrict the transferability of the outstanding shares by contract among the said shareholders or by and between the shareholders and the corporation provided that any such contract is filed with the Board of Directors of the corporation. The manner and form, as well as the relevant terms, conditions, and details of any such regulatory or restrictive Bylaws or contracts shall be determined by the shareholders of this corporation; provided, however, such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless existence of such provisions shall be noted conspicuously upon the certificate evidencing ownership of such stock.

ARTICLE XII AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

In Witness Whereof, I, the undersigned, being the original subscriber to the capital stock hereinbefore named, have hereunto set my hand and seal, this _______ day of March, _______ 1997, for the purpose of forming this corporation to do business both within and without the State of Florida, and, in pursuance of the Corporation Law of the State of Florida, do make and file in the Office of the Secretary of State of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true.

John H. Rogers, Jr.

STATE OF FLORIDA) SS.
COUNTY OF ORANGE)

BEFORE ME, personally appeared John H. Rogers, Jr., who is personally known to me, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this day of March, 1997.

Votary Public

22619\63002 03/03/97.elo

EN STORES FILED STATE

Registered Agent Certificate

In pursuance of the Florida General Corporation Act, the following is submitted, in compliance with said statute:

That JGRV, Inc., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Winter Park, County of Orange, State of Florida, has named Richard F. Trismen, located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent 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 statute relative to keeping open said office, and further state I am familiar with §607.325, Florida Statutes.

Richard F. Trismen

DATED: May 1997