

P97000080671

LAW FIRM OF  
BRAD C. KAPLAN

2868 JOHNSON FERRY ROAD  
MARIETTA, GEORGIA 30062

Marietta Telephone: (770) 552-7024  
LaGrange Telephone: (706) 882-4444

Facsimile:  
(770) 552-7422

August 20, 1997

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

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-08/25/97--01135--003  
\*\*\*\*131.25 \*\*\*\*131.25

RE: Certificate of Incorporation of J & M Enterprises, Inc.

Dear Sir or Madam:

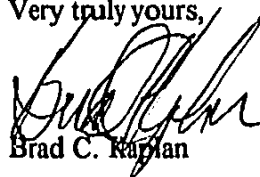
Please find enclosed the following:

- 1) One original and one copy of the Certificate of Incorporation on the above styled case;
- 2) One original and one copy of Certificate of Registered Agent;
- 3) Check in the amount of \$131.25 for filing fees, certified copy and certificate; and
- 4) One Transmittal Letter.

Please stamp filed the extra enclosed copy and return same to my office in the provided envelope.

Thank you for your time and assistance.

Very truly yours,

  
Brad C. Kaplan

BCK/cmj  
Enclosures

97 SEP 17 PM 5:16  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

W97-19838  
9/17

LAW FIRM OF  
**BRAD C. KAPLAN**

2868 JOHNSON FERRY ROAD  
MARIETTA, GEORGIA 30062

Marietta Telephone: (770) 552-7024  
LaGrange Telephone: (706) 882-4444

Facsimile:  
(770) 552-7422

September 10, 1997

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Certificate of Incorporation of J & M Enterprises, Inc.

Dear Sir or Madam:

Please find enclosed the following:

- 1) One original and one copy of the Certificate of Incorporation on the above styled case;
- 2) One original and one copy of Certificate of Registered Agent; and
- 3) One Transmittal Letter.

Please stamp filed the extra enclosed copy and return same to my office in the provided envelope.

Thank you for your time and assistance.

Very truly yours,



Brad C. Kaplan

BCK/ks  
Enclosures



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 27, 1997

BRAD C. KAPLAN, ESQ.  
2868 JOHNSON FERRY ROAD  
MARIETTA, GA 30062

SUBJECT: J & M ENTERPRISES, INC.  
Ref. Number: W97000019838

We have received your document for J & M ENTERPRISES, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(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. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The registered agent and street address must be consistent wherever it appears in your document.

See registered office listed in Article IX and the registered office listed on the certificate designating place of business or domicile for service of process within this State.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6924.

Sharon Tala  
Document Specialist Supervisor

Letter Number: 197A00043126

**CERTIFICATE OF INCORPORATION**

**OF**

**JMK ENTERPRISES, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 17 PM 5:16

We, the undersigned, each a natural person competent to contract, do hereby associate ourselves together for the purpose of forming a corporation for profit under the laws of the State of Florida, in accordance with the following Certificate of Incorporation.

**ARTICLE I**

The name of this corporation shall be JMK Enterprises, Inc.

**ARTICLE II**

The general nature of the business to be transacted by this corporation is the repair, remanufacturing and refurbishment of plastic products specializing in plastic automobile bumpers.

**ARTICLE III**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at one time shall be 1,000 shares of common stock having a nominal or par value of \$1.00 per share. The consideration to be paid for each such share shall be money, property, or service of value at least equivalent to the stock issued as fixed and determined from time to time, by the Board of Directors. Any and all shares without par value so issued, the full consideration for which as fixed has been paid or delivered, shall be deemed fully paid stock and shall not be liable to any further call or assessment thereon. The holders of such shares shall not be liable for any further payments in respect to such shares.

**ARTICLE IV**

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

**ARTICLE V**

The duration of the corporation shall be perpetual.

**ARTICLE VI**

The initial post office address of the principal office of the corporation in the State of Florida shall be 13710 49th Street North, Unit H, Clearwater, FL 33760, but this corporation shall have the power of transacting business at such other place or places as the Board of Directors may designate,

and it may establish branch offices or places of business in such places within or without the State of Florida as the Board of Directors from time to time may direct.

#### **ARTICLE VII**

The corporation shall have a board of directors of two persons initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders of the corporation, but shall never be less than 1.

#### **ARTICLE VIII**

The names and addresses of the members of the first Board of Directors, all of whom shall hold office for a period of one (1) year, or until their successors are duly elected and qualified, are as follows:

<u>Name</u>	<u>Address</u>
Michael D. Kleppe	255 46th Avenue, St. Petersburg Beach, Florida 33706
Virginia J. Kaufmann	255 46th Avenue, St. Petersburg Beach, Florida 33706

#### **ARTICLE IX**

The subscribers of this Certificate of Incorporation, together with their respective addresses are:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Michael D. Kleppe	13710 49th Street North Unit H Clearwater, FL 33760	500
Virginia J. Kaufmann	13710 49th Street North Unit H Clearwater, FL 33760	500

The registered office of this corporation shall be located at 255 46th Avenue, St. Petersburg Beach, Florida 33706.

#### **ARTICLE X**

The director(s) and stockholder(s) shall have the power to hold their meetings and to have one or more offices and to keep the books of the corporation (except the original or duplicate stock ledger) outside of the State of Florida, at such place or places as from time to time may be designated by the By-Laws or by resolution of the Board.

**ARTICLE XI**

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute and have all rights conferred upon the stockholders herein are granted subject to these reservations. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of this Certificate of Incorporation be made.

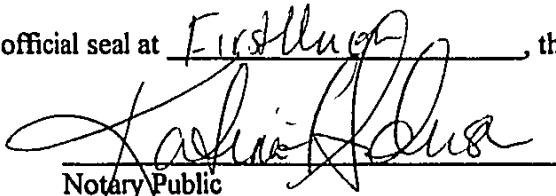
IN WITNESS WHEREOF, the incorporator(s) above named have hereunto set his hand and seal this 15 day of September, 1997.

  
MICHAEL D. KLEPPE

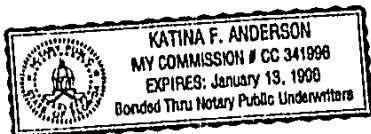
STATE OF FLORIDA  
COUNTY OF Duval

I HEREBY CERTIFY that on this 15 day of September, 1997, before me, a Notary Public duly authorized in the State and county above named to take acknowledgments, personally appeared Michael D. Kleppe known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal at Firstburg, the day and month and year first above written.

  
Notary Public

My Commission Expires:



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

In pursuance of Chapters 607 and 608, Florida Statutes, the following is submitted in compliance with the said Act: FIRST ... That JMK Enterprises, 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 City of St. Petersburg Beach, County of Pinellas, State of Florida, has named Michael B. Kleppe, located at 255 46th Avenue, St. Petersburg Beach, Florida 33706 as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

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.

BY: Michael D. Kleppe  
MICHAEL D. KLEPPE

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 17 PM 5:16

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