

P98000032309

GUSTAVO L. MARINELLO

Effective Date
3/30/98

Requestor's Name

1020-94 Street #401

Address

Bay Harbor Island, Florida 33154

City

State

ZIP

Phone /

500002480425-9
-04/06/98-D1143-001
*****70.00 *****70.00

CORPORATION(S) NAME

TOP CLASS AUTO SALES, INC

PLEASE REGISTER THE ENCLOSED CORPORATION AT YOUR EARLIEST
CONVENIENCE. SHOULD YOU HAVE A QUESTION PLEASE CALL ME AT MY
DAYTIME PHONE 305-866-2423. Thank you in advance for your
assistance. Gustavo Marinello

☒ PROFIT
☐ NON-PROFIT

☐ AMENDMENT

☐ MERGER

☐ FOREIGN

☐ DISSOLUTION

☐ MARK

☐ LIMITED PARTNERSHIP

☐ ANNUAL REPORT

☐ RESERVATION

☐ REINSTATEMENT

☐ OTHER

☐ CERTIFIED COPY

☐ PHOTO COPIES

☐ CERTIFICATE UNDER SEAL

☐ WALK IN

☐ WILL WAIT

☐ PICK UP

☒ MAIL OUT

☐ CALL

☐ AFTER 4:30

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

Gustavo GAVE
AUTHORIZATION BY PHONE TO

CORRECT: art. 6, art. 11, certif
DATE 4/8/98
DOC. EXAM TA

FILED
98 APR -6 PM 12:25
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

EFFECTIVE DATE
3/30/96

FILED
98 APR -6 PM12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

TOP CLASS AUTO SALES, INC.

ARTICLE I - NAME

The Name of this corporation shall be Top Class Auto Sales, Inc.

IT Shall be located at 7850 W. 22 Avenue /, #2 Hialeah, Fl.
33016

ARTICLE II DURATION

This Corporation is to exist perpetually. It shall Commence its existence upon the signing of these Articles of Incorporation by the initial subscribers.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1000 (One Thousand) Shares of stock at par value each of \$1.00 (One Dollar Par Value).

ARTICLE IV- PURPOSE

THIS Corporation is organized for the purpose of transaction any and all business permitted under the laws of the united States of America and the laws of the State of Florida.

ARTICLE V- preemptive rights

Every sharehplder, upon the sale for cash of any new stock of corporation of the same class, kind or series as that which he already holds, shall have the right to purchase his prorated share thereof (as nearly as may be done without the issuance of fractional shares) at the price which it is offered to others.

ARTICLE VI - INITIAL REGISTERD OFFICE AND AGENT

The Street address of the initial^{#2} registered office of this corporation : 7850 W 22 Avenue/ Hialeah, Florida 33016 and the name of the registered agent of this corporation at that address is : Vanilton Coelho De Souza

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have (2) directors initially. The number of directors may be increased or dimished from time to time in such mar as may be prescribed by the by-laws but shall never be less than one (1).

ARTICLE VIII -INITIAL DIRECTORS

THE NAME AND STREET ADDRESSES OF EACH MEMBER OF THE INITIAL BOARD OF DIRECTORS OF THIS CORPORATION ARE:

NAME and Address

ADRIAN W CRUZ

9031 n.w. 190 terr.

Niami, Fl 33018

OFFICE TO BE HELD

PRESIDENT

vanilton coelho de Souza
13018 N.E. 6th Avenue #206
N.Miami, Fl. 33161

Treasurer

Vanilton Coelho de Souza
13018 N.E. 6 Avenue #206
North Miami, Fl 33161

Secretary

ARTICLE IX- INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY AND HOLD HARMLESS EACH PERSON WHO SHALL SERVE AT ANY TIME HEREAFTER AS A DIRECTOR OR OFFICER OF THE CORPORATION, AND ANY PERSON WHO SERVES AT THE REQUEST OF THIS CORPORATION, FROM AND AGAINST ANY AND ALL CLAIMS AND LIABILITIES TO WHICH SUCH PERSON SHALL BECOME SUBJECT BY REASON OF HIS HAVING HERETOFORE OR HEREAFTER BEING A DIRECTOR OR OFFICER OF THE CORPORATION, OR BY REASON OF ANY ACTIONED ALLEGED ALLEGED TO HAVE BEEN HERETOFORE OR HEREAFTER TAKEN OR OMITTED BY HIM AS SUCH DIRECTOR OR OFFICER, AND SHALL REIMBURSE EACH SUCH PERSON FOR ALL LEGAL AND OTHER EXPENSES PROVIDED THAT NO PERSON SHALL BE INDEMNIFIED AGAINST, OR BE REIMBURSED FOR ANY EXPENSES INCURRED IN CONNECTION WITH ANY CLAIM OR LIABILITY AS TO WHICH IT SHALL BE ADJUDGED THAT SUCH OFFICER OR DIRECTOR IS LIABLE FOR NEGLIGENCE OR WILLFUL MISCONDUCT IN THE PERFORMANCE OF HIS DUTIES.

THE RIGHTS ACCRUING TO ANY PERSON UNDER THE FOREGOING PROVISIONS SHALL NOT EXCLUDE ANY OTHER RIGHT TO WHICH HE MAY BE LAWFULLY ENTITLED NOR SHALL ANYTHING HEREIN CONTAINED RESTRICT THE RIGHT OF THE CORPORATION TO INDEMNIFY OR REIMBURSE SUCH PERSON IN ANY PROPER CASE EVEN THOUGH NOT SPECIALLY HEREIN PROVIDED FOR.

ARTICLE X - REMOVAL OF DIRECTORS

ANY DIRECTOR OF THE ENTIRE BOARD OF DIRECTORS MAY BE REMOVED WITH OR WITHOUT CASE, BY A VOTE OF THE HOLDERS OF A MAJORITY OF THE SHARES THEN ENTITLED TO VOTE AT AN ELECTION OF DIRECTORS, AT A SPECIAL MEETING OF SHAREHOLDERS, CALLED EXPRESSLY FOR THAT PURPOSE.

ARTICLE XI - INCORPORATORS

The name and street address of each subscriber of these Articles of Incorporation are:

ADRIAN W CRUZ

9031 M.W. 190 Terracew
Miami, Florida 33018

Vanilton Coelho de Souza

13018 N.E. 6 Avenue #206
North Miami, Florida 33161

ARTICLE XII- BY LAWS

The power to adopt, alter amend, or repeal By laws shall be vested in the Board of Directors. By-laws adopted by the Board of Directors may be repealed or changed and new By-laws may be adopted by the shareholders, and the shareholders may prescribe in any By-law shall not be altered, amended, or repealed by the Board of Directors.

ARTICLE XIII - POWERS

This corporation shall have the power necessary or convenient to effect its purpose as enumerated in the Florida General Corporation act.

All corporate powers shall be exercised by or under the authority of , and the business and affairs of this corporation shall be managed under the direction of the Board of Directors

ARTICLE XIV - AMENDMENTS

These Articles of Incorporation may be amended in the same manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved by majority vote of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30 day of March 1998

Hamilton C. de Souza

[Signature]

STATE OF FLORIDA

COUNTY OF DADE SS.

Before, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared VANILTON COELHO DE SOUSA and ADRIAN W. CRUZ

known to me and known by me to be the persons who executed the foregoing article of incorporation, and they acknowledge before me that they have subscribed theses Articles of Incorporation.

In witness whereof, i have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 30 day of March 1998

Hamilton C. de Souza

Subscriber

VANILTON COELHO DE SOUZA

[Signature]

Subscriber

ADRIAN W. CRUZ

Gustavo L. Marinello

Notary Public



Gustavo L. Marinello
My Commission CC825359
Expires March 19, 2001

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

TOP CLASS AUTO SALES, INC.

In pursuance of chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

TOP CLASS AUTO SALES, INC.

First --That

desiring to organize under the laws of the State of Florida
with its principal office, as indicated in the Articles of Incorpora-
tion at City of Miami County of DADE
State of FLORIDA has named VANILTON COELHO DE SOUZA
located at 7850 W. 22 Avenue #2, Hialeah, Florida 33016

CITY OF MIAMI

COUNTY OF DADE

State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED RESIDENT AGENT)

Having been named to accept service for the above stated corporation, at 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 Vanilton C. de Souza
(resident Agent)
VANILTON COELHO DE SOUZA

98 APR -6 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED