

# **Peters Accounting Service**

P.O. Box 493311, Leesburg, FL 34749-3311

(904) 365-7832

PR000056448

June 17, 1998

Florida Division of Corporations  
New Filing Section  
P.O. Box 6327  
Tallahassee, FL 32314

800002567858--4  
-06/22/98--01074--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Corporate Filing for: G & M Diesel Service, Inc.

Gentlemen:

Enclosed please find the Articles of Incorporation for G & M Diesel Service, Inc. along with a check in the amount of \$70.00 to cover the corporate filing.

When the corporation is registered please return the Notification of Approval as a Corporation to me at the following address:

Peters Accounting, Inc.  
P.O. Box 493311  
Leesburg, FL 34749-3311

Please feel free to contact me should you have any questions regarding the enclosed material.

Regards,

*P.A. Peters*

Patricia A. Peters  
President

FILED  
98 JUN 22 PM 1:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

JUN 24 1998

**FILED**  
98 JUN 22 PM 1:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**G & M DIESEL SERVICE, INC.**

The undersigned incorporators hereby associate themselves together to form a corporation under Chapter 607, Florida Statutes.

**ARTICLE I**

**NAME**

The name of the corporation is G & M DIESEL SERVICE, INC.,  
40510 Wilden Lane, Leesburg, FL 34788.

**ARTICLE II**

**GENERAL PURPOSE**

The general purpose or purposes for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE III**

**CAPITAL STOCK**

The aggregate number of shares of stock which the corporation shall have the authority to issue is 60,000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV**

**TERM OF EXISTENCE**

**This corporation shall begin its existence on the day these Articles of Incorporation are filed with the Secretary of State of the State of Florida, and shall exist perpetually.**

**ARTICLE V**

**ADDRESS OF INITIAL REGISTERED OFFICE AND**

**NAME OF INITIAL REGISTERED AGENT**

**The initial registered office of this corporation and the name of its initial registered agent at such address are:**

**Richard O. Holter  
40510 Whilden Lane  
Leesburg, Fl 34788**

**ARTICLE VI**

**DIRECTORS**

**The initial Board of Directors shall consist of two (2) members. A member of the Board of Directors need not be a resident of the State of Florida or a shareholder of the corporation.**

**The names and addresses of the persons who shall serve as Directors  
until the first annual meeting of shareholders, or until their successors have been elected and qualified are as follows:**

**NAME****ADDRESS**

Richard O. Holter	40510 Wilden Lane, Leesburg, Florida 34788
Patricia A. Peters	7214 Harbor View Drive, Leesburg, FL 34788

**ARTICLE VII****OFFICERS**

The names and addresses of each of the officers of the corporation are:

**PRESIDENT/TREASURER/  
SECRETARY**

Richard O. Holter  
40510 Wilden Lane  
Leesburg, Florida 34788

**ARTICLE VIII****INCORPORATORS**

The name and address of each of the incorporators and the number of shares of stock which each shall take are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>SHARES</u></b>
RICHARD O. HOLTER	40510 Wilden Lane Leesburg, Florida 34748	100

## **ARTICLE IX**

### **RESTRICTION ON TRANSFER**

**The transfer of any share of stock of this corporation shall be restricted and each stock certificate shall bear the notice of restriction in a conspicuous place.**

**The restriction shall read as follows:**

**"The shares of stock evidenced by this certificate may not be transferred, pledged, assigned, or encumbered except in accordance with the terms of the Buy-Sell Agreement, a copy of which is on deposit and maintained in the corporate book."**

## **ARTICLE X**

### **AMENDMENT**

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

## **ARTICLE XI**

### **BYLAWS**

**The power to adopt, amend or repeal the Bylaws shall be reserved to the Shareholders of this corporation.**

## **ARTICLE XII**

### **INDEMNIFICATION**

**The corporation shall indemnify each officer and director, including former officers and directors, to the full extent permitted by law.**

IN WITNESS WHEREOF, I have hereunto set my hand and seal  
this 17<sup>th</sup> day of JUNE, 1998.

  
RICHARD O. HOLTER

STATE OF FLORIDA  
COUNTY OF LAKE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Richard O. Holter, personally known to me to be the person described in or who produced \_\_\_\_\_ as identification, and who executed the foregoing document, and who acknowledged before me that he executed the same for the uses and purposes set forth therein, and who did (did not) take an oath

WITNESS my hand and official seal in the State and County last aforesaid this 17<sup>th</sup> day of June, 1998.

  
NOTARY PUBLIC NAME:

My commission expires:



Patricia A Peters  
My Commission CC672262  
Expires September 27, 2001

FILED  
98 JUN 22 PM 1:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ACKNOWLEDGMENT:

Having been named to accept service of process for the above corporation at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
RICHARD O. HOLTER  
REGISTERED AGENT