

P 99 0000 17297

GEORGE A. ROUTH, P.A.  
George A. Routh, Esquire  
1446 Court Street  
Clearwater, Florida 33756

City/State/Zip

Phone #

200002767932--1

-02/08/99--01115--019

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

FILED  
99 FEB 22 PM 12:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

F. CHESSEN

FEB 23 1999

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 11, 1999

GEORGE A ROUTH PA  
1446 COURT STREET  
CLEARWATER, FL 33456

SUBJECT: CAR WASH SYSTEMS, INC.  
Ref. Number: W99000003413

FILED  
99 FEB 22 PM 12:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for CAR WASH SYSTEMS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 399A00006081

ARTICLES OF INCORPORATION

OF

CAR WASH SYSTEMS, INC.

FILED  
99 FEB 22 PM 12:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, WALTER GIBSON, for the purpose of forming a corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby agrees to following:

**ARTICLE I - Name**

The name of this corporation shall be CAR WASH SYSTEMS, INC. hereinafter referred to as Corporation.

**ARTICLE II - Purpose**

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

**ARTICLE III - Term of Existence**

This Corporation is to exist perpetually.

**ARTICLE IV - Capital Stock**

The capital stock of this Corporation shall be 500 shares of common stock having a par value of \$1.00 per share.

**ARTICLE V - Power to Restrict Transfer of Shares**

The shareholders of this Corporation shall have the power to include in the Bylaws any regulatory or restrictive provisions adopted by a two-thirds majority of the shareholders of the

Corporation regarding the proposed sale, transfer or other disposition of any outstanding stock of this Corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions and details thereof, shall be determined by the shareholders of this Corporation. Every certificate representing shares which are so restricted shall state that such shares are restricted as to transfer and shall set forth or fairly summarize upon the certificate, or shall state that the Corporation will furnish to any shareholder upon request and without charge a full statement of, such restrictions.

#### **ARTICLE VI - Directors**

The business affairs of this Corporation shall be managed by its Board of Directors. The number of directors shall be as provided in the Bylaws of this Corporation from time to time but never be less than one (1). Except as limited by these Articles of Incorporation or the Bylaws of the Corporation, the directors shall have all powers granted to them by the Florida General Corporation Act effective January 1, 1976, or as it is thereafter amended.

#### **ARTICLE VII - Initial Board of Directors**

The initial Board of Directors of the Corporation shall consist of one (1) director.

The name and addresses of the initial board of Directors are:

<u>Name</u>	<u>Address</u>
Walter Gibson	224 Haney Street Patterson, LA 70392

#### ARTICLE VIII - Bylaws

The power to adopt, alter, amend or repeal Bylaws of this Corporation shall be vested in the Board of Directors and the shareholders. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group except that any Bylaws adopted by the shareholders may provide that it can only be altered amended or repealed by the shareholders.

#### ARTICLE IX - Amendment

The power to amend or repeal the Articles of Incorporation may be exercised in the manner provided by the Florida General Corporation Act as follows:

A. A resolution of the Board of Directors setting forth the proposed change may be submitted to the shareholders at a shareholders' meeting, if notice of the changes to be made is given; and shall be adopted on receiving the affirmative vote of the holders of a majority of the shares entitled to vote thereon;

B. All the directors and all the shareholders of the Corporation eligible to vote may sign a written statement

manifesting their intention that the change shall thereby be adopted;

C. The shareholders may amend or repeal these Articles of Incorporation without an act of the directors at a meeting for which notice of the changes to be made are given; or

D. If no shares have been issued, these Articles of Incorporation may be amended or repealed by the affirmative vote of the majority of the directors.

#### ARTICLE X - Registered Office

The mailing address, registered office and principal office of this Corporation is 640 Bay Way Blvd., Suite 301, Clearwater, Florida 33767, and the name of the initial registered agent of this Corporation is GEORGE A. ROUTH, ESQUIRE, 1446 Court Street, Clearwater, Florida 33756.

#### ARTICLE XI - Incorporator

The name and address of the incorporators are:

<u>Name</u>	<u>Address</u>
WALTER GIBSON	224 Haney Street Patterson, LA 70392

IN WITNESS WHEREOF, for the purpose of forming a corporation under the Florida General Corporation Act, the undersigned executed

these Articles of Incorporation on this 21<sup>st</sup> day of January 1999.

Walter Gibson  
WALTER GIBSON

STATE OF LOUISIANA )

COUNTY OF ST. MARY )

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of January 1999, by WALTER GIBSON, who is personally known to me and who did not take an oath.

Timothy F. McCann  
Notary Public - State of Louisiana

Print Name Timothy F. McCann  
My commission expires: AT DEATH

ACCEPTANCE

I HEREBY accept to act as initial Registered Agent for CAR WASH SYSTEMS, INC., as stated in these Articles of Incorporation.

George A. Routh  
GEORGE A. ROUTH, ESQ.

FILED  
99 FEB 22 PM 12:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA