

P99000059365

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

100002918131--9
-06/29/99-01002-007
*****78.75 *****78.75

SUBJECT: City Mart, Inc
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUN 29 AM 8:39

FILED

FROM: Mrs Vernell L. Charles
Name (Printed or typed)

2467 W. 4th Ct. #1
Address

Hialeah, FL 33010
City, State & Zip

(305) 884-4609
Daytime Telephone number

W-13578
RW
7-1-99

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 10, 1999

VERNELL L. CHARLES
2467 W 4TH CT #1
HIALEAH, FL 33010

SUBJECT: CITY MART, INC.
Ref. Number: W99000013578

We have received your document for CITY MART, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

The fees for profit and nonprofit, domestic or foreign are as follows:

Filings Fees:	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

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) 487-6923.

RoseAnn Varnadore
Corporate Specialist Supervisor

Letter Number: 999A00031420

(STATE OF FLORIDA)
(DADE COUNTY)

99 JUN 29 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION

OF

CITY MART, INC.

The undersigned individual, acting as the incorporator of a corporation under the Florida Business Corporation Act pursuant to Chapter 607 of the Florida Statutes as amended, hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I: NAME AND PURPOSE

The name of the corporation is CITY MART, INC.

The purpose or purposes for which the corporation is organized are to perform any and all functions related to, or pertaining to the operating of a convenience store and automotive service and repair business, the general merchandising of sundry material, food and other retail stock, the purchasing of auto parts and tools, the employing of automobile mechanics, the subletting of specialized automobile services, the pick up and delivery of automobiles and towing of new and damaged vehicle for private individuals, city, county, state and federal agencies.
To purchase any and all types of products and equipment for any and all industries.

To perform any and all functions related to, or pertaining to the automotive equipment and tools industry.

To act and perform as a retailer, wholesaler, distributor and supplier of products in all the above mentioned industries.

To perform and produce all products, techniques and procedures pertaining to the above mentioned industries.

To sell to the public and private at large in the United States of America or foreign countries. To do all work incidental thereto, or connected therewith, and the doing and performing of all acts or procedures necessary, proper, or client for or incidental to the furtherance of the carrying out of the powers or purposes herein mentioned.

To act as a real estate concern. To purchase, lease, manage and sell real property And to do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any objects, or the furtherance of any of the powers herein set forth, either along or in association with other corporations, firms, or individuals; provided the same be not inconsistent with the laws of the State Of Florida. And under the Florida Business Corporation Act.

ARTICLE II: DURATION AND ADDRESS

The period of its duration is perpetual.

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

2467 West 4th Court #1 Hialeah, 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. The aggregate number of shares which the corporation shall have authority to issue is one hundred (100) shares of common stock of par value of one dollar (\$1.00) each, being a total of one hundred dollars (\$100.00) authorized capital stock. All of the stock shall be common stock and none shall be preferred stock or stock of a different class. Provisions for the regulation of the internal affairs of the corporation are:

(A) No shareholder of the corporation shall have preemptive rights to purchase any shares of any issuance of the corporation.

- (B) The corporation shall have the right to purchase, take, receive, or otherwise acquire, hold, own, pledge, and transfer or otherwise dispose of its own shares, to the extent of its unreserved and unrestricted capital surplus available therefore;
- (C) The initial Bylaws of the corporation shall be adopted by the shareholders. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws shall be vested in the Board of Directors; provided however, that the Board of Directors may not alter, amend, or repeal any bylaw establishing what constitute a quorum at shareholders' meetings.
- (D) Directors of the corporation need not be shareholders of the corporation and need not be resident of the State of Florida.
- (E) The Board of Directors may from time to time distribute to the shareholders out of the capital surplus of the corporation a portion of the corporation's assets, in cash or property, in the manner prescribed by and subject to the limitations imposed by the Florida Business Corporation Act.

ARTICLE IV: REGISTERED OFFICE/REGISTERED AGENT

The initial registered office address is 2467 West 4th Court #1

Hialeah, Florida 33010.

The initial registered is Vernell L. Charles.

ARTICLE V: DIRECTORS AND INCORPORATORS

The number of directors constituting the initial Board of Directors of the corporation is one (1). The name (s) and address of the person (s) who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Vernell L. Charles	2467 West 4th Court #1 Hialeah, FL 33010

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
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Vernell L. Charles	2467 West 4th Court #1 Hialeah, FL 33010
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The undersigned incorporator has executed these Articles of
Incorporation this 15th day of May, 1999



Vernell L. Charles, Incorporator

Prepared by:

Theodore Foster
Altima Business Services
1440 JFK Causeway Ste 302
North Bay Village, FL 33141

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617/607 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:

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CITY MART, INC.

(must include suffix)

2. The name and address of the registered agent and office is:

VERNELL L. CHARLES (305-884-4609)

(NAME)

2467 WEST 4TH CT.#1

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

HIALEAH, FL.

33010

(CITY/STATE/ZIP)

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)

VERNELL L. CHARLES

6/23/99

(DATE)

FILED
99 JUN 29 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA