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TRANSMITTAL LETTER

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

600003027986-7
-10/28/99-01054-016
*****78.75 *****78.75

SUBJECT: Xcellent Kars Corp
(Proposed corporate name - must include suffix)

FILED
99 OCT 28 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

☐ \$70.00 Filing Fee
☒ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy
☐ \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

Please Fed-X to account #145800994
FROM: Rose DiCuffa Unisource Marketing Group
Name (Printed or typed)

24 NE 24th Avenue Suite 102
Address

Pompano Beach, FL 33062
City, State & Zip

954-785-0034 ext 226
Daytime Telephone number

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

954 785
0034
w2 322

ARTICLES OF INCORPORATION
OF
XCELLANT KARS CORP

The undersigned persons, have associated themselves for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **Xcellant Cars Corp**

ARTICLE II DURATION

The duration of this corporation shall be perpetually or until dissolved by the due process of law.

ARTICLE III PURPOSE AND POWERS

This corporation is organized for the transaction of any and all lawful business for which the corporations may be incorporated under the laws of the State of Florida, as they may amend from time to time.

ARTICLE IV PRINCIPLE OFFICE

Principle place of business shall be:
2621 NW 54th Street
Tamarac, Florida 33309

Mailing address of business shall be:
2621 NW 54th Street
Tamarac, Florida 33309

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:
Robert DeRomo, Jr.
2621 NW 54th Street
Tamarac, Florida 33309

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

ARTICLE VI BOARD OF DIRECTORS

The initial Board of Directors shall consist of two people, who shall serve until their successors are qualified according to the bylaws, and whose names are:

NAME	Title	ADDRESS
<u>Robert DeRomo, Jr.</u>	<u>Vice-President</u>	<u>2621 NW 54th Street</u> <u>Tamarac, Florida 33309</u>
<u>Robert DeRomo, Sr.</u>	<u>President</u>	<u>2621 NW 54th Street</u> <u>Tamarac, Florida 33309</u>

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Robert DeRomo, Sr.

2621 NW 54th Street

Tamarac, Florida 33309

ARTICLE VIII

The Authorized capital stock of the corporation shall be 1,000 shares of one (\$1.00) dollar par value common stock, which shall be designed "Common Shares."

- A) Capital stock may be issued in consideration for cash, real or personal property, services rendered, promissory notes, cancellation of debts, or any other thing of value to the corporation. The Board of Directors solely shall judge the value of such property, services, right or thing acquitted in exchange for capital stock.
- B) The Board of Directors shall have the sole authority to determine the declaration and payment of dividends.

ARTICLE IX PREEMPTIVE RIGHTS

The Corporation may provide for preemptive rights of Stockholders pursuant to provisions of its By-laws, but no preemptive rights shall exist unless specifically approved for inclusion in the By-laws.

ARTICLES OF INCORPORATION

ARTICLE X OTHER PROVISIONS

- A) No contract or other transaction between the corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in, or is a director or officer of such other corporation.
- B) Upon election of the Board of Directors by the Stockholders, such Board shall manage the business and affairs of the corporation, without the need of further authorization from the stockholders, except as provided by law or otherwise herein.
- C) The corporation reserves the right to amend, alter, change or repeal any provision contained in these articles of Incorporation in a manner now or hereafter prescribed by law, and all rights conferred upon Stockholders herein are granted subject to that reservation.
- D) The Corporation shall indemnify all officers and directors of the corporation to the fullest extent of the law.

The undersigned has executed these Articles of Incorporation this 25th day of October 1999.



Robert DeRomo, Sr., Incorporator

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 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: *Xcellant Kars Corp*
2. The name and address of the registered agent is:

Robert DeRomo, Jr.
2621 NW 54th Street
Tamarac, Florida 33309

Signature: *Robert DeRomo, Jr.*

Title: Vice-President

Date: October 25, 1999

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 obligation of my position as registered agent.

Signature: *Robert DeRomo, Jr.*

Date: October 25, 1999

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TALLAHASSEE, FLORIDA

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