

PA000104963

DAVIS ACCOUNTING  
5111 N. NEBRASKA AVE.  
TAMPA, FLA. 33603

Ci

813-238-6993

200003057472--5  
-12/01/99--01044--002  
\*\*\*\*\*78.50 \*\*\*\*\*78.50

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 DEC -1 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- |                                   |   |  |
|-----------------------------------|---|--|
| <input type="checkbox"/> Walk in  | <input type="checkbox"/> Pick up time _____ | <input type="checkbox"/> Certified Copy        |
| <input type="checkbox"/> Mail out | <input type="checkbox"/> Will wait          | <input type="checkbox"/> Photocopy             |
|                                   |   | <input type="checkbox"/> 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

K. Rolfe DEC 3 1999

Examiner's Initials

ARTICLES OF INCORPORATION  
OF

A PASSION OF STEEL, INC.

Article I

The name of this Corporation is A PASSION OF STEEL, INC.

This Corporation shall not be effective until  
December 1, 1999.

Article II

This Corporation shall have perpetual existence.

Article III

Purpose and Principal Place of Business.

Purpose. The general purposes for which this Corporation is  
organized are:

1. To engage in the general business of AUTO AND MARINE  
PARTS NEW & USED; AND SERVICE and to engage in any  
other trade or business which can, in the opinion of the Board of  
Directors of this Corporation, be advantageously carried on in  
connection with or auxiliary to the foregoing business.
2. To transact any or all lawful business for which  
corporations may be incorporated under the laws of the State of  
Florida.
3. To do everything necessary and proper in accomplishing  
the foregoing and to do anything incidental to the foregoing, all  
as authorized and not forbidden under the laws of the State of Florida.
4. To possess and have the authority to exercise any  
and all powers allowed by the laws of the State of Florida.

Principal Place of Business. The initial street address of  
the principal place of business of the Corporation is:

1344 EAST OSBORNE  
TAMPA, FLORIDA 33603

FILED  
99 DEC -1 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### Article IV

The amount of capital stock authorized shall consist of 1000 shares of the common voting stock having a par value of 1.00 per share, at a just valuation to be fixed by the Board of Directors of this Corporation. The capital stock of the Corporation may at any time be increased or decreased as provided by the laws of Florida.

#### Article V

##### Preemptive Rights

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

#### Article VI

##### Registered Office and Agent

Section 1. The undersigned incorporator of this Corporation, desiring to organize under the laws of the State of Florida, with its principal place of business located in the City of TAMPA, STATE OF FLORIDA, has named PAUL R. DAGRACA as its agent to accept service of process within this State.

Section 2. 5111 NEBRASKA AVE, TAMPA, FLORIDA 33603 is hereby designated by said incorporator as the Registered Office of the Corporation in the State of Florida, and PAUL R. DAGRACA, SR. is hereby named as the Registered Agent of the Corporation, whose business office is identical with the said Registered Office.

#### Article VII

The name and street address of the Incorporator is:

PAUL R. DAGRACA, SR.  
6113 N. 23rd. STREET  
TAMPA, FLORIDA 33610

Article VIII

Board of Directors

Section 1. This corporation initially shall have ( 3 ) directors. The number of directors may be increased or diminished from time to time by action in accordance with the Bylaws of the Corporation.

Section 2. The name and address of the first members of the Board of Directors who, unless otherwise provided by the Bylaws, shall hold office for the first year of existence of the Corporation or until their successors are elected and qualified are:

PAUL R. DAGRACA, SR.  
6113 N. 23rd. STREET  
TAMPA, FLORIDA 33610

PAUL R. DAGRACA, JR.  
8413 N. ARMENIA AVE. APT. 917  
TAMPA, FLORIDA 33604

JASON DAGRACA  
808 7th. STREET S.W.  
RUSKIN, FLORIDA 33570

All of the directors of the Corporation shall be at least eighteen (18) years of age.

Article IX

Restriction on transfer of Stock

Shares of the capital stock of this Corporation shall be issued initially to the following persons and in the amounts set opposite their names:

PAUL R. DAGRACA, SR.	20 SHARES
PAUL R. DAGRACA, JR.	40 SHARES
JASON DAGRACA	40 SHARES

Shares held by the initial Stockholders listed above may not be resold or otherwise transferred (other than to a revocable trust created by a stockholder) or encumbered without the consent of the other Stockholders and unless such shares are first offered to the remaining Stockholders or to this Corporation.


The price and terms at which, and time within which, such shares may be offered and sold shall be further specified in, or as directed by, the Bylaws of this Corporation, or separate agreement executed by the above-mentioned Stockholders, as the case may be.

IN WITNESS WHEREOF, the above-mentioned Incorporator had subscribed his name this 1 day of NOVEMBER, 1999.

  
PAUL R. DAGRACA, SR.

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me by this 1 day of NOVEMBER, 1999

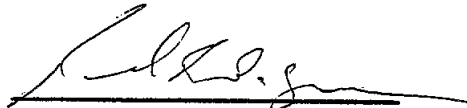
  
NOTARY PUBLIC  
Wayne C. Davis  
Notary Public, State of Florida  
Commission No. CC 675315  
My Commission Exp. 08/27/2001  
NOTARY - Fla. Notary Service & Bonding Co.

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

IN COMPLIANCE WITH SECTIONS 48.091 and 607.034, FLORIDA  
STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF  
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF  
TAMPA, STATE OF FLORIDA HAS NAMED PAUL R. DAGRACA,<sup>SR</sup> LOCATED AT  
6113 N. 23rd. STREET, TAMPA, FLORIDA 33610 , AS ITS AGENT TO  
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

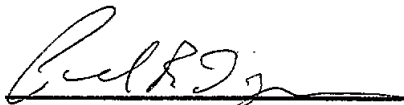


PAUL R. DAGRACA, SR.  
(CORPORATE OFFICER)

TITLE: TREASURER

DATE: NOVEMBER 1, 1999

PAUL R. DAGRACA, SR. HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR  
THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS  
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER  
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TH  
THE PROPER AND COMPLETE PERFORMANCE OF ALL MATTERS.



PAUL R. DAGRACA, SR.  
(RESIDENT AGENT)

DATE: NOVEMBER 1, 1999

FILED  
99 DEC -1 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA