

P000000017704

JORGE LUIS MENESES
14227 S.W. 51st Street
Miami, FL 33175

FILED
00 FEB 15 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 8, 2000

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

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*****78.75 *****78.75

RE: J.P. TRANSMISSIONS, INC.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation, in connection with the above-referenced corporation.

Also attached is check in the amount of \$78.75 to cover the cost of filing fee, as well as a certified copy of the Articles to be mailed to the undersigned.

Thank you.

Very truly yours,
Jorge Luis Meneses

B. BROWN FEB 18 2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned, 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 this Corporation is: **J.P. TRANSMISSIONS, INC.**

**ARTICLE II
Term of Existence**

The duration of the Corporation is perpetual.

**ARTICLE III
Nature of Corporate Business**

The general purposes of the business, objects and intents of the Corporation proposed to be transacted, prompted and carried on are to do any and all of the things hereinafter mentioned, as fully and to the same extent as natural persons might or could do:

1. To engage in any business as related to the hereinbelow mentioned purposes, and any other business that is legal under the laws of the State of Florida.

2. To engage in transmission repairs and installations.

**ARTICLE IV
Registered Agent**

The registered agent for the Corporation shall be **JORGE LUIS MENESES**, who shall accept service of process at **14227 Southwest 51st Street, Miami, Florida 33175**.

ARTICLE V
Corporate Office

The principal place of business of this Corporation shall be located at **7056 Southwest 4th Street, Miami, Florida 33144.**

ARTICLE VI
Number of Directors

The affairs of this Corporation shall be conducted by a Board of Directors of the Corporation. The Board of Directors shall consist of 2 members and shall never be more than five (5) members.

ARTICLE VII
Qualification of Members

The membership of this Corporation shall constitute all persons hereinafter named as subscribers.

ARTICLE VIII
Board of Directors

The names and addresses of the persons who are to serve as Directors for the ensuing year, or until the first annual meeting are:

NAMES

ADDRESSES

JORGE LUIS MENESES

**14227 Southwest 51st Street
Miami, Florida 33175**

PEDRO E. ERMELO

**1742 Southwest 11th Street
Miami, Florida 33135**

**ARTICLE IX
Subscribers**

The names and addresses of the subscribers to these Articles of Incorporation are:

<u>NAMES</u>	<u>ADDRESSES</u>
JORGE LUIS MENESES	14227 Southwest 51 st Street Miami, Florida 33175
PEDRO E. ERMELO	1742 Southwest 11 th Street Miami, Florida 33135

**ARTICLE X
Officers**

1. The officers of this Corporation shall be a President and a Secretary.

2. The names and addresses of the persons who are to serve as officers of this Corporation until the first meeting of the Board of Directors, are:

<u>NAMES</u>	<u>OFFICE</u>	<u>ADDRESSES</u>
JORGE LUIS MENESES	PRESIDENT	14227 Southwest 51 st Street Miami, Florida 33175
PEDRO E. ERMELO	SECRETARY	1742 Southwest 11 th Street Miami, Florida 33135

3. The Officers shall be elected by the Board of Directors of this Corporation at each annual meeting, and as provided by the By-Laws.

ARTICLE XI
By-Laws

1. The Board of Directors of this Corporation shall provide such By-Laws for the conduct of the business of the Corporation and the carrying out of its purposes as the Board of Directors may deem necessary from time to time.

2. Upon proper notice, the By-Laws may be amended, altered, or rescinded by a majority vote of the Officers of the Corporation at any regular meeting or any special meeting called, and properly noticed for that purpose. The Corporate Articles may likewise be amended by a majority vote of the Officers of the Corporation.


ARTICLE XII
Meetings & Conduct of Business

The regular meeting of this Corporation shall be held on the **5th day of each month, at 5:00 p.m.**, at the office of the Corporation, or at whatever other place and time properly designated by the President of the Corporation. The business of the Corporation shall be conducted in accordance with these Articles and By-Laws of the Corporation.

IN WITNESS WHEREOF, I/We, the undersigned subscribing incorporators have hereunto set my/our hand and seal, this 8th day of February, 2000, for the purpose of forming this Corporation under the laws of the State of Florida.



JORGE LUIS MENESES, President




PEDRO E. ERMELO, Secretary

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

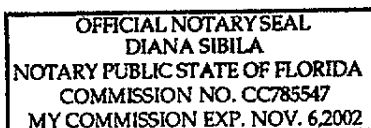
BEFORE ME, a Notary Public, duly authorized to take acknowledgments in the State and County aforesaid, personally appeared, **JORGE LUIS MENESES** and **PEDRO E. ERMELO**, all personally known to me to be the persons described as subscribers in, and who executed, the foregoing **ARTICLES OF INCORPORATION**.

WITNESS MY HAND and official seal in the County and State aforesaid, on this 8th day of February, 2000.



Notary Public
Print: DIANA SIBILA

My Commission Expires:



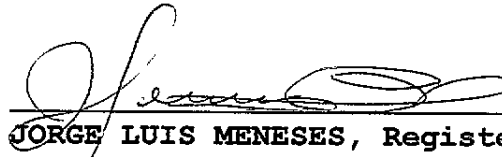
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
AND HIS/HER ADDRESS, UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST - That, **J.P. TRANSMISSIONS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, has named **JORGE LUIS MENESES**, located at **14227 Southwest 51st Street, Miami, Florida 33175**, as its agent to accept service of process within the State.

ACKNOWLEDGMENT - Having been named to accept service of process for the above-named Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity as Registered Agent, and agree to comply with the provision of said Act relative to keeping open said office.


JORGE LUIS MENESES, Registered Agent