

P000000060091

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000033044 9)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN 21 AM 11:46

FILED

FLORIDA PROFIT CORPORATION OR P.A.

NATIONAL MOTOR-VEHICLE SCHOOL, INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 21, 2000

EMPIRE'

SUBJECT: NATIONAL MOTOR-VEHICLE SCHOOL, INC.
REF: W00000015755

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H00000033044
Letter Number: 500A00035157

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H00000033044

ARTICLES OF INCORPORATION
OF
NATIONAL MOTOR-VEHICLE SCHOOL, INC.

The undersigned subscriber to these Articles of Incorporation, a person competent to contract, hereby associate himself to form a corporation under the Laws of the State of Florida.

ARTICLE I. - NAME

The name of this corporation is:
NATIONAL MOTOR-VEHICLE SCHOOL, INC.

ARTICLE II. - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be:

(a) To introduce, instruct, operate, conduct, manage, maintain, and carry on a motor vehicle school; to inform, offer, guide, counsel, tutor, and to operate said school by instructing, informing, teaching, guiding, supervising and making information accessible to prospective new drivers on the proper operation of any kind of vehicle or vehicles, services, and generally to do and perform everything necessary for carrying out the aforesaid purposes, and services of every class and description in accordance with the requirements of the State of Florida.

(b) To introduce, counsel, advise, conduct, and carry on classes on drug and alcohol prevention and abuse; and to administrate said classes by instructing, informing, teaching, guiding, supervising and making information accessible as to the prevention and harmful effects of drugs and alcohol of any kind and in general, thereof.

H00000033044

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN 21 AM 11:46

FILED

400000033044

(c) To teach, instruct, educate, tutor, counsel, conduct, supervise, and inform any individual in the process of preparing, taking, passing any exam in order to obtain a drivers or chauffeur's license given by the State of Florida or any governmental subdivision, after being examined, and demonstrate, prove, establish, and therefore, showing evidence of complying with the necessary requirements to obtain said driving privileges.

(d) To establish, and maintain a business devoted to automobiles, parts, services and training, both wholesale and retail, and to engage in such other business in connection therewith, and in the sale of such other commodities as may be advantageous to the corporation.

(e) To own, conduct, operate, maintain, and carry on the business of automobiles, parts, services, improving and training and to sell and to offer any and all the literature necessary to learn, conduct, and operate all kinds of motor vehicles, and to do any and all things necessary and pertaining to said business.

(f) To engage and operate a class and/or classes, together with all of the fixtures, equipment, books, videos, computer programs and literature necessary in connection with a motor vehicle school business, including instructions to any individual on procedures wherein to avoid points against driving records as a result of any traffic violation.

(g) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(h) To acquire by purchase, subscribers or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, underwrite, transfer, mortgage, pledge, or otherwise dispose of or deal in or with any of the shares of the capital stock or any voting trust certificates in respect of the shares of capital

400000033044

400000033044

stock, scrip, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, chooses in action and evidence of indebtedness or interest issued or created by any corporation, joint stock companies, syndicates, associations, firms, trusts, or persons, public or private, or by the government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency and as owner thereof to possess and exercise all the rights, powers and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvements, and enhancement in value thereof.

(i) In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the Laws of Florida upon, corporations formed under its Laws, and to do any or all things hereinbefore set forth to the same extent as natural persons might or could do.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Hundred (100) shares Common Stock \$1.00 par Value.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the incorporators or by the directors at a meeting called for such purposes.

400000033044

H000000033044
ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than: Five Hundred (\$500.00) Dollars.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of this corporation in the State of Florida is: PMS 316, 8770 Sunset Dr., Miami, FL 33173.

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

This corporation shall have (1) director initially. The number of directors may be increased from time to time on such manner as may be prescribed by the BY-LAWS, but shall never be less than one (1).

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation and any person who serves at the request of this corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by his as such director or officer, and shall reimburse each such person for all legal and other expenses reasonable incurred by him in connection with any such claim or liability provided that no person shall be indemnified against, or by reimbursed for, any expense incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

400000033044

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify; reimburse such person in any proper case even though not specially herein provided for.

No contract or other transaction between this corporation or any other corporation and no act of this corporation shall in any way be effected or invalidated by the fact that any of the director/directors of the corporation are pecuniarily or otherwise interested in, or are a director or officer of, such other corporation, any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction or the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have known to the Board of Director/Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken, and any director of the corporation who is a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VIII.- INITIAL DIRECTORS

<u>NAME</u>	<u>ADDRESS</u>
WILLIAM PEREZ President	7941 S.W. 94 th Avenue Miami, Florida 33173

400000033044

H00000033044

ARTICLE IX. - SUBSCRIBERS

<u>NAME</u>	<u>ADDRESS</u>
WILLIAM PEREZ - 100 Shares of Common Stock at \$1.00 Par Value	7941 S.W. 94 th Avenue Miami, Florida 33173

ARTICLE X. - REGISTERED AGENT AND OFFICE

The Street address of the corporation's initial registered office is 7941 S.W. 94th Avenue, Miami, Florida 33173, and the corporation's initial registered agent is WILLIAM PEREZ.

ARTICLE XI. - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote there on.

IN WITNESS WHEREOF, the party of these Articles of Incorporation has hereunto set his hand and seal on this 20th day of June, 2000.

H00000033044

William Perez
WILLIAM PEREZ

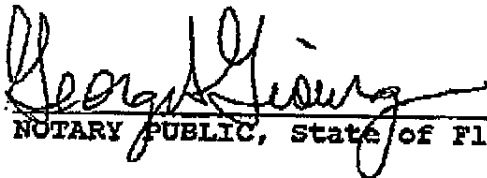
H00000033044

H00000033044

STATE OF FLORIDA)
 :SS
COUNTY OF DADE)


I HEREBY CERTIFY that on this day before me, a notary public duly authorized in the State and Count above to take acknowledgments, personally appeared WILLIAM PEREZ to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation.

Witness my hand and seal in the County and State named above this 20th day of June, 2000.


NOTARY PUBLIC, State of Florida

 George S Giorgas
My Commission CC798292
Expires December 9, 2002

My Commission Expires:

 George S Giorgas
My Commission CC798292
Expires December 9, 2002

H00000033044

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

IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT NATIONAL MOTOR-VEHICLE SCHOOL, INC.
NAME OF CORPORATION

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED WILLIAM PEREZ LOCATED AT 7941 S.W. 94th Avenue, Miami, Florida 33173, AS ITS AGENT TO SERVICE OR PROCESS FLORIDA.

SIGNATURE William Perez

DATE 6-20-00

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 TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE William Perez

DATE 6-20-00

FILED
JUN 21 AM 11:46
CLERK OF STATE
TALLAHASSEE, FLORIDA

H00000033044