

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE

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3320 S.W. 87 AVENUE

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MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

600004607806--3

-09/24/01-01002-015

\*\*\*\*\*78.75 \*\*\*\*\*78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. JOYBIS MOTORS CORPORATION  
(Corporation Name) (Document #)

2. \_\_\_\_\_ (Corporation Name) (Document #)

3. \_\_\_\_\_ (Corporation Name) (Document #)

4. \_\_\_\_\_ (Corporation Name) (Document #)

Walk in  Pick up time 2:00

Certified Copy

Mail out  Will wait  Photocopy  Certificate of Status

RECEIVED  
01 SEP 24 AM 10:32  
DIVISION OF CORPORATION

01 SEP 24 PM 12:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED  
9/24

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

9/24

**CERTIFICATE OF INCORPORATION  
OF**

**JOYBIS MOTORS CORPORATION**

**The undersigned subscribers to these Articles of Incorporation each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of State of Florida.**

01 SEP 24 PM 12:41  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE ONE  
NAME**

**The name of this business Corporation shall be:**

**Joybis Motors Corporation**

**ARTICLE TWO  
NATURE OF BUSINESS**

**This Corporation may engage in any activity or business permitted under laws of the United States of America and the laws of State of Florida.**

**ARTICLE THREE  
TERM OF EXISTENCE**

**This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.**

**The date on which corporate existence shall begin is:**

**UPON ACCEPTANCE BY THE SECRETARY OF STATE.**

**ARTICLE FOUR  
CAPITAL STOCK**

**This Corporation is authorized to issue of stock as follow:**

**A.- Designation: The Stock of this Corporation shall be known as common stock.**

**B.- Authorized: The maximum number of shares of common stock that this Corporation may issue is:\_\_\_\_\_**

**One Hundred (100) Shares.**

**C.- Par Value: Each Share of common Stock shall have the par value of:\_\_\_\_\_**

**Ten Dollars (\$10.00) per value per Share.**

**D.- Consideration:** Share of common stock may be issued in exchange for Cash, Real Property, Labor or Services rendered or any combination of the foregoing in the absence of fraud in the transaction, the judgement of the Board of the Directors as the value of any such consideration shall be conclusive.

**E.- Non-Assessability:** Each share of common stock shall be issued in exchange for consideration which is at least equal to the par value thereof and shall be fully paid and Non-Assesable.

**F.- Voting Rights:** Each Share of common stock shall entitle the record holder thereof to one vote upon each proposal presented at meeting of the stockholders of the Corporation.

**G.- Cumulative:** No holder of common stock shall be entitle to any right of cumulative voting.

**H.- Dividends:** Record holders of common stocks are entitle to receive their pro-rata share of any dividends that may be declared by Board of Directors out of assets legally available for such purpose

**L- Liquidation:** Holders of common stocks are entitle in the event of the liquidation or dissolution of this Corporation to receive their pro-rata share of any assets of this Corporation remaining after payment of shall corporate debts and obligations.

## **ARTICLE FIVE MINIMUM CAPITAL**

The amount of capital with which the Corporation shall begin shall not less than One Thousand Dollars (\$1,000.00), or such greater amount as may be required by law.

## **ARTICLE SIX ADDRESS**

This initial post office address of principal office of this Corporation in the State of Florida is:

**14308 S.W. 156 Ave.  
Miami, Florida, 33196**

## **ARTICLE SEVEN NUMBER OF DIRECTORS**

This Corporation shall at all times have at least one (2) initially, the number of Director may be increased or diminished from time to time in such manner as may be prescribed by the By-Laws, but shall never be less than one (1).

## **ARTICLE EIGHT FIRST BOARD OF DIRECTORS**

**The names and Post Office addresses of the members of the First Board of Directors are:**

**PRESIDENT: Jose A. Rappard. 14308 S.W. 156 Ave. Miami, Fl. 33196.**

**VICE-PRESIDENT: Ybis Perez. 14308 S.W. 156 Ave. Miami, Fl. 33196.**

**SECRETARY: Jose A. Rappard. 14308 S.W. 156 Ave. Miami, Fl. 33196.**

**TREASURER: Ybis Perez. 14308 S.W. 156 Ave. Miami, Fl. 33196.**

## **ARTICLE NINE SUBSCRIBER'S ADDRESSES**

**The Post Office addresses of the subscribers of these Articles of Corporation, the number of Shares of Stock each agrees to take and value of the consideration thereof are:**

**Jose A. Rappard. 14308 S.W. 156 Ave. Miami, Fl. 33196.**

**Fifty (50) Shares at Ten Dollars (\$10.00) per value per Share.**

**Ybis Perez. 14308 S.W. 156 Ave. Miami, Fl. 33196.**

**Fifty (50) Shares at Ten Dollars (\$10.00) per value per Share.**

## **ARTICLE TEN AMENDMENT**

**This Certificate of Incorporation may be amended in any manner consistent with the Laws of the State of Florida.**

## **ARTICLE ELEVEN RESIDENT AGENT**

**The Resident Agent of this Corporation is:**

**Jose A. Rappard  
14308 S.W. 156 Ave.  
Miami, Fl. 33196.**

**The Corporation may change it's Resident Agent and principal office at any time.**

## **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:

JOYBIS MOTORS CORPORATION

2.- The name and address of the Registered Agent and Office is:  
Jose A. Rappard

---

(NAME)  
14308 S.W. 156 Ave.

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(P.O. BOX NOT ACCEPTABLE)  
Miami, Florida, 33196

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(CITY/STATE/ZIP)

SIGNATURE

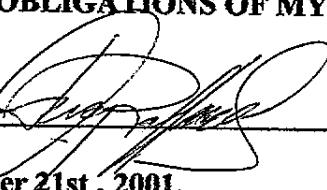
  
Jose A. Rappard

TITLE: President

DATE: September 21st, 2001.

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 REGISTER AGENT.

SIGNATURE

  
DATE: September 21st, 2001.

IN WITNESS WHEREOF, the undersigned subscribers do make, subscribe, acknowledge and file this Certificate for the purpose of forming a Corporation for profit under the Laws of the State of Florida.

*Ybis Perez*

*Ybis Perez Subscriber*

Date: September 21st, 2001

*Jose A. Rappard*

*Suscriber and Resident Agent.*  
Jose A. Rappard

**STATE OF FLORIDA )  
COUNTY OF DADE )**

BEFORE ME, the undersigned authority personally appeared:-----

**JOSE A. RAPPARD and YBIS PEREZ**

to me well known to be the individual described in and who executed the foregoing Certificate of Incorporation and who acknowledged before me that the same executed for purposes therein expressed.

IN WITNESS WHEREOF, I hereunto affixed my hand and official seal  
Miami, County of Dade, State of Florida, on September 14th, 2001.

01 SEP 24 PM 12:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**FILED**

*Obiada*

**Obiada C. Mirabal.  
Notary Public.**

