

Charter Number Only

P95000003191

VALIDATION ONLY

LAZARUS CORPORATE INDUSTRIES

Requestor's Name

890 S.W. 87 Ave. Suite 16

Address

MIAMI, FL 33165 305-552-5973

City State ZIP Phone

local rep. TERESA ROMAN 385-6735

CORPORATION(S) NAME

01/23/95 -- 01060--013  
\*\*\*\*122.50 \*\*\*\*122.50

55 JUN 12 PM 1:01  
FALLANDER, FLORIDA

EL PODER TRAVEL INC  
THE POWER TRAVEL INC

- ☒ Profit  
☐ NonProfit  
☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☒ Certified Copy  
☐ Call When Ready  
☒ Walk In
- ☐ Amendment  
☐ Dissolution  
☐ Annual Report  
☐ Reservation  
☐ Photo Copies  
☐ Call If Problem  
☐ Will Wait
- ☐ Merger  
☐ Mark  
☐ Other  
☐ Change of Registered Agent  
☐ Certificate Under Seal  
☐ After 4:30  
☐ Mail Out
- ☒ Pick Up

Name	
Availability	
Document	
Examiner	
Updater	
Officer	
Adgment	
Verifier	

1/12/95

Janet gave auth to Add T 1/12/95

## ARTICLES OF INCORPORATION

*The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

### ARTICLE I NAME

The name of the corporation shall be: EL PODER TRAVEL INC.

TALLAHASSEE, FLORIDA

55 JAN 12 PM 1:01

FILED

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

13321 S.W. 42 STREET  
MIAMI, FL. 33175

### ARTICLE III SHARES

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

shares 100

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

GLORIA FERNANDEZ  
13321 S.W. 42 STREET  
MIAMI, FL. 33175

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

(P): GLORIA FERNANDEZ

(VP): MANUEL MARTINEZ

(S): LAIS FERNANDEZ

ADDRESS: (T) Blanca R. Blanco  
13321 S.W. 42 STREET  
MIAMI, FL. 33175

The undersigned Incorporator(s) has(have) executed these Articles of Incorporation this

1091 day of January 1995.

Gloria Fernandez - president  
Signature

Manuel Martinez  
Signature

Vice President

Lais Fernandez  
Signature

Secretary

Articles of Incorporation  
Filing Fee - \$35

# **CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: EL PODER TRAVEL INC.

2. The name and address of the registered agent and office is:

GLORIA FERNANDEZ  
(NAME)

13321 S.W. 42 STREET

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL. 33175

(CITY/STATE/ZIP)

**FILED**  
CS JAN 12 PM 1:01  
TALLAHASSEE  
FLORIDA

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 REGISTERED AGENT.

SIGNATURE Gloria Fernandez

DATE 01/09/95

P95000003191

Requestor's Name

Address

City/State/Zip

Phone #

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 #)

☐ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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

	AMENDMENTS
<input checked="" type="checkbox"/>	Amendment <i>MC</i>
<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

100002108871--0  
-03/10/97--01133--017  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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

SECRET  
DIVISION  
97 MAR 10 PM 1:21

Examiner's Initials

MAILING ADDRESS  
2451 BRICKELL AVENUE  
SUITE 8-S  
MIAMI, FL 33129  
(305) 854-1282 FAX (305) 285-0223



MANUFACTURERS  
PRIVATE LABEL  
AMERICAN EAGLE  
NATIVE AMERICAN

(305) 874-6720

---

Please Amend the corporate name  
to "Firstgear Corporation"

Regards.

Donned K. Henry

---

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

SECRET. FILED  
DIVISION  
97 MAR 10 PM 1:21

Apparel America Corporation

(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

FIRST Amendment: Change Name of Corporation to  
"FIRSTGEAR Corporation"

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 3/6/97

FOURTH: Adoption of Amendment(s) (CHECK ONE)

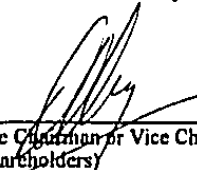
- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group."

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 6 day of March, 19 97

Signature

 D.K. Neary as President  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

D.K. Neary  
Typed or printed name

President  
Title