

8
195000024572

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATION
1492 W. FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

0-0000-0127

00003516)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: VICTORY MOTORS II, INC.

FAX AUDIT NUMBER: H95000003516

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/27/1995

TIME REQUESTED: 18:27:41

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 5

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
(((H95000003516)))

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>

Help F1 Option Menu F2

NUM CAPS Connect: 00:08:1

FILED
95 MAR 28 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/28

95 MAR 28 AM 8:15

H95000003516

ARTICLES OF INCORPORATION

OF

VICTORY MOTORS II, INC., A FLORIDA CORPORATION

95 MAR 28 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

THE UNDERSIGNED, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is VICTORY MOTORS II, INC., A FLORIDA CORPORATION and its mailing address is 3001 N.W. 7th Avenue, Miami, Florida 33127.

ARTICLE II

This Corporation shall have perpetual existence.

ARTICLE III

This Corporation is organized for the purpose of transacting any and all lawful business for which a Corporation may be incorporated in the State of Florida.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is 100 shares. Such shares shall be of single a class, and shall be without par value.

THIS INSTRUMENT PREPARED BY:
Armando Montalvo, Esq.
Armando Montalvo & Associates, P.A.
1401 Ponce de Leon Blvd., Ste. 200
Coral Gables, FL 33134
FL. BAR NO. 250007
(305) 448-9066

H95000003516

H95000003516

ARTICLE V

The street address of the initial Registered Office of the Corporation is 3001 N.W. 7th Avenue, Miami, Florida 33127.

ARTICLE VI

This Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the Corporation in the manner provided by law, but shall never be less than one. The name and address of the initial director of this corporation is:

Beatris Marrero

3001 N.W. 7th Avenue
Miami, Florida 33127

ARTICLE VII

The name and addresses of the initial officers of the Corporation are:

<u>Name</u>	<u>Position</u>	<u>Address</u>
Beatris Marrero	- President	3001 N.W. 7th Avenue Miami, Florida 33127
Beatris Marrero	- Secretary	3001 N.W. 7th Avenue Miami, Florida 33127

ARTICLE VIII

The name and address of the Incorporator signing these Articles of Incorporation is:

H95000003516

H95000003516

Beatris Marrero

3001 N.W. 7th Avenue
Miami, Florida 33127

ARTICLE IX

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent have executed these Articles of Incorporation this 24th day of March, 1995.


Beatris Marrero, INCORPORATOR


Beatris Marrero, REGISTERED AGENT

STATE OF FLORIDA :
COUNTY OF DADE :

this 24 day of March, 1995 by Beatris Marrero who is personally known to me or who has produced her Florida Driver's License as identification and who did (did not) take an oath.

MY COMMISSION EXPIRES:


NOTARY PUBLIC, STATE OF FL.



MARIA MONTALVO
My Commission C.O. #111101
Expires Sep. 28, 1997
Granted by NFPB
OK-204-0248

H95000003516

H95000003516

**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 Section 48.091 Florida Statutes, the following is submitted:

That VICTORY MOTORS II, INC., A FLORIDA CORPORATION, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Miami, County of Dade and State of Florida, has named BEATRIS MARRERO, located at 3001 N.W. 7th Avenue, Miami, Florida 33127, as its agent to accept service of process within Florida.

Beatris Marrero
Beatris Marrero, REGISTERED AGENT

DATED: March 29, 1995

HAVING BEEN NAMED to accept service of process for the above Corporation, at the place designated in this Certificate, I hereby agree to accept and 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.

Beatris Marrero
Beatris Marrero, REGISTERED AGENT

DATED: March 29, 1995

articles.2

H95000003516

FILED
95 MAR 28 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA