

P96000027987



March 21, 1996

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

BOARD OF DIRECTORS

Officers

Dr. Roy Phillips
President

James E. Baller III
Secretary

Volker C. Anderson
Treasurer

Members

Conrad E. Allen

Raymond E. Lyons, Esq.

Clarence W. Ewell

J. Wilbur Lee

Richard H. Truitt

Howard Hadley, Jr., MD

John A. Holt

Ken Mason

Congresswoman Camille P. Mack

Dr. Rudolph Moses

Garth C. Reeves

Paul Robinson

Dorothy Stewart

Kenneth Johnson Street

Hanno H. Black

Executive Director

**RE: Articles of Incorporation:
J & M EXPORT MOTORS, INC.**

Dear Sir/Madam:

8000001756178
-03/25/96--01076--005
***122.50 ***122.50

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation, Certificate Designating Place of Business and Registered Agent, along with check #0563, which is in the sum of one hundred twenty-two dollars and fifty cents (\$122.50) for the filing fees.

Please file both the Articles and Certificate of Designation for the corporation and return a file-marked certified copy of each document to the following:

**WILLIAM C. YOUNG, J.D.
TOOLS FOR CHANGE
6255 N.W. 7th Avenue
Miami, Florida 33150**

Thank you for your attention to this matter.

Sincerely,

William C. Young, J.D.
William C. Young, J.D.

FILED
STATE

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FILED

WY/cb

Enclosure

F:\DRAFT\WILLIAM\J&MEXPOR.LTR

TOOLS FOR CHANGE
BLACK ECONOMIC DEVELOPMENT COALITION, INC.

6255 N.W. 7th Avenue • Miami, FL 33150 • Telephone: (305) 751-8934 • Facsimile: (305) 751-1619

*SMS
4/1/96*

ARTICLES OF INCORPORATION

OF

J & M EXPORT MOTORS, INC.

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CLERK OF CIRCUIT COURT
DADE COUNTY, FLORIDA

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is J & M EXPORT MOTORS, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is at 7098 N. W. 2nd AVENUE, Miami, Florida, 33150.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration

as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 7098 N. W. 2nd AVENUE, Miami, Florida, 33150, and the registered agent at that office is JACOB R. MORPEAU

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Director of the Corporation shall be comprised of:

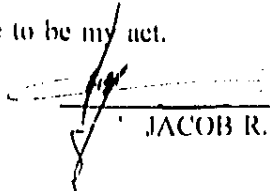
JACOB R. MORPEAU
1075 NE 131st Street
N. Miami Beach, Florida 33161

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

JACOB R. MORPEAU
1075 NE 131st Street
N. Miami Beach, Florida 33161

IN WITNESS WHEREOF, I, JACOB R. MORPEAU, the undersigned incorporator, have signed these Articles of Incorporation on this 21st day of March, 1996 and acknowledged the same to be my act.



JACOB R. MORPEAU

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was sworn to before me this 21st day of March, 1996 by JACOB R. MORPEAU, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a Florida Driver's License as identification.

NOTARY PUBLIC:

SIGN: Stanley B. Lewis

PRINT: Stanley B. Lewis
STATE OF FLORIDA AT LARGE



STANLEY B. LEWIS
My Commission CC407757
Expires Sep. 18, 1998
Bonded by HAI
800-422-1555

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

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Act:

First--That J & M EXPORT MOTORS, INC , desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named JACOB R. MORPEAU at 7098 N. W. 2nd AVENUE, in the City of Miami, County of DADIE, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGEMENT:

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.

BY: 
JACOB R. MORPEAU

DATE: 2.21.96

FILED
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STATE
OF FLORIDA