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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 OCT 23 PM 12:52

Office Use Only

CARLOS M. ALEMAN
143 N.W. 60 AVE
MIAMI, FL 33126

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

1. Transmenic, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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****122.50 ****122.50

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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

W96-22135

685,524,671

10/24

Dmr 10/17/96



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 17, 1996

CARLOS M. ALEMAN
148 NW 60 AVENUE
MIAMI, FL 33126

SUBJECT: TRANSMENIC, INC.
Ref. Number: W96000022135

We have received your document for TRANSMENIC, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

Articles of Incorporation are filed pursuant to Florida Statutes 607. Please delete references to Florida Statutes 621.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 696A00047727

ARTICLES OF INCORPORATION
OF
TRANSMENIC, INC.

RECEIVED
DIVISION OF REVENUE
95 OCT 23 PM 12:52

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION IS A NATURAL PERSON COMPETENT TO CONTRACT AND HEREBY A SERVICE CORPORATION FOR PROFIT UNDER CHAPTER 607 OF FLORIDA STATUTES.

ARTICLE 1 - NAME

THE NAME OF THE CORPORATION IS TRANSMENIC, INC., (HEREINAFTER, "CORPORATION").

ARTICLE 2 - PURPOSE OF BUSINESS

THE CORPORATION SHALL ENGAGE IN THE PRACTICE OF AUTO REPAIR AND TRANSMISSION REPAIR.

ARTICLE 3 - PRINCIPAL OFFICE

THE ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN 951 S.W. 68TH COURT APT # 2, MIAMI, FLORIDA 33144, AND THE MAILING ADDRESS IS THE SAME.

ARTICLE 4 - INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR OF THIS CORPORATION IS:

CARLOS M. ALEMAN
148 N.W. 60TH AVE.
MIAMI, FL. 33126

ARTICLE 5 - OFFICERS

THE OFFICERS OF THE CORPORATION SHALL BE:

PRESIDENT:	RONALD M. POTOSME
SECRETARY:	CLAUDIA POTOSME
TREASURER:	CLAUDIA POTOSME

WHOSE ADDRESSES SHALL BE THE SAME AS THE PRINCIPAL OFFICE OF THE CORPORATION.

ARTICLE 6 - DIRECTOR(S)

THE DIRECTOR(S) OF THE CORPORATION SHALL BE:

RONALD M. POTOSME

WHOSE ADDRESSES SHALL BE THE SAME AS THE PRINCIPAL OFFICE OF THE CORPORATION.

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 THE MAXIMUM NUMBER OF SHARES THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS **SEVEN THOUSAND FIVE HUNDRED (7,500)** SHARES OF COMMON STOCK, EACH SHARE HAVING THE PAR VALUE OF **ONE DOLLAR (1.00)**.

7.2 NO HOLDER OF SHARES OF STOCK OF ANY CLASS SHALL HAVE ANY PREEMPTIVE RIGHT TO SUBSCRIBE TO OR PURCHASE ANY ADDITIONAL SHARES OF ANY CLASS, OR ANY BONDS OR CONVERTIBLE SECURITIES OF ANY NATURE; PROVIDED, HOWEVER, THAT THE BOARD OF DIRECTOR(S) MAY, IN AUTHORIZING THE ISSUANCE OF SHARES OF STOCK OF ANY

7.2 CLASS, CONFER ANY PREEMPTIVE RIGHT THAT THE BOARD OF DIRECTOR(S) MAY DEEM ADVISABLE IN CONNECTION WITH SUCH ISSUANCE.

7.3 THE BOARD OF DIRECTOR(S) OF THE CORPORATION MAY AUTHORIZE THE ISSUANCE FROM TIME TO TIME OF SHARES OF ITS STOCK OF ANY CLASS, WHETHER NOW OR HEREAFTER AUTHORIZED, OR SECURITIES CONVERTIBLE INTO SHARES OF ITS STOCK OF ANY CLASS, WHETHER NOW OR HEREAFTER AUTHORIZED FOR SUCH CONSIDERATION AS THE BOARD OF DIRECTOR(S) MAY DEEM ADVISABLE, SUBJECT TO SUCH RESTRICTIONS OR LIMITATIONS, IF ANY, AS MAY BE SET FORTH IN THE BYLAWS OF THE CORPORATION.

7.4 THE BOARD OF DIRECTOR(S) OF THE CORPORATION MAY, BY RESTATED ARTICLES OF INCORPORATION, CLASSIFY OR RECLASSIFY ANY UNISSUED STOCK FROM TIME TO TIME BY SETTING OF CHANGING THE PREFERENCES, CONVERSIONS OR THE RIGHTS, VOTING POWERS, RESTRICTIONS, LIMITATIONS AS TO DIVIDENDS, QUALIFICATIONS, OR TERM OR CONDITIONS OF REDEMPTION OR THE STOCK.

ARTICLE 8 - SUB-CHAPTER S CORPORATION

THE CORPORATION MAY ELECT TO BE AN S CORPORATION, AS PROVIDED IN SUB-CHAPTER S OF INTERNAL REVENUE CODE OF 1986, AS AMENDED.

8.1 THE SHAREHOLDERS OF THIS CORPORATION MAY ELECT AND, IF ELECTED, SHALL CONTINUE SUCH ELECTION TO BE AND S CORPORATION AS PROVIDED IN SUB-CHAPTER S OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, UNLESS THE SHAREHOLDERS OF THE CORPORATION UNANIMOUSLY AGREE OTHERWISE IN WRITING.

8.2 AFTER THIS CORPORATION HAS ELECTED TO BE AN S CORPORATION, NONE OF THE SHAREHOLDERS OF THIS CORPORATION, WITHOUT THE WRITTEN CONSENT OF ALL THE SHAREHOLDERS OF THIS CORPORATION SHALL TAKE ANY ACTION, OR MAKE ANY TRANSFER OR OTHER DISPOSITION OF THE SHAREHOLDERS' SHARES OF STOCK IN THE CORPORATION, WHICH WILL RESULT IN THE TERMINATION OR REVOCATION OF SUCH ELECTION TO BE AN S CORPORATION, AS PROVIDED IN SUB-CHAPTER S OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED.

8.3 ONCE THE CORPORATION HAS ELECTED TO BE AN S CORPORATION, EACH SHARE OF STOCK ISSUED BY THIS CORPORATION SHALL CONTAIN THE FOLLOWING LEGEND:

"THE SHARES OF STOCK REPRESENTED BY THIS CERTIFICATE CANNOT BE TRANSFERRED IF SUCH TRANSFER WOULD VOID THE ELECTION OF THE CORPORATION TO BE TAXED UNDER SUB-CHAPTER S OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED"

ARTICLE 9 - SHAREHOLDERS' RESTRICTIVE AGREEMENT

ALL OF THE SHARES OF STOCK OF THIS CORPORATION MAY BE SUBJECT TO A SHAREHOLDERS' RESTRICTIVE AGREEMENT CONTAINING NUMEROUS RESTRICTIONS ON THE RIGHTS OF SHAREHOLDERS OF THE CORPORATION AND TRANSFERABILITY OF THE SHARES OF STOCK OF THE CORPORATION. A COPY OF THE SHAREHOLDERS' RESTRICTIVE AGREEMENT, IF ANY IS ON FILE AT THE PRINCIPAL OFFICE OF THE CORPORATION.

ARTICLE 10 - POWERS OF CORPORATION

THE CORPORATION SHALL HAVE THE SAME POWERS AS AN INDIVIDUAL TO DO ALL THINGS NECESSARY OR CONVENIENT TO CARRY OUT ITS BUSINESS AND AFFAIRS, SUBJECT TO ANY LIMITATIONS OR RESTRICTIONS IMPOSED BY APPLICABLE LAW OR THESE ARTICLES OF INCORPORATION.

ARTICLE 11 - POWERS OF CORPORATION

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE 12 - REGISTERED OWNER(S)

THE CORPORATION, TO THE EXTENT PERMITTED BY LAW, SHALL BE ENTITLED TO TREAT THE PERSON IN WHOSE NAME ANY SHARE OR RIGHT IS REGISTERED ON THE BOOKS OF THE CORPORATION AS THE OWNER THEREOF, FOR ALL PURPOSES, AND EXCEPT AS MAY BE AGREED IN WRITING BY THE CORPORATION, THE CORPORATION SHALL NOT BE BOUND TO RECOGNIZE ANY EQUITABLE OR OTHER CLAIM TO, OR INTEREST IN, SUCH SHARE OR RIGHT ON THE PART OF ANY OTHER PERSON, WHETHER OR NOT THE CORPORATION SHALL HAVE NOTICE THEREOF.

ARTICLE 13 -REGISTERED OFFICE AND REGISTERED AGENT

THE INITIAL ADDRESS OF REGISTERED OFFICE OF THIS CORPORATIONS CARLOS M. ALEMAN, CHARTERED, LOCATED AT 148 M.W. 60TH AVE. MIAMI, FLORIDA, 33126. THE NAME AND ADDRESS OF THE REGISTERED AGENT OF THIS CORPORATION IS CARLOS M. ALEMAN CHARTERED, 148 N.W. 60TH AVE. MIAMI, FLORIDA, 33126.

ARTICLE 14 - BYLAWS

THE BOARD OF DIRECTOR(S) (S) OF THE CORPORATION SHALL HAVE POWER, WITHOUT THE ASSENT OR VOTE THE SHAREHOLDERS, TO MAKE, ALTER, AMEND OR REPEAL THE BYLAWS OF THE CORPORATION, BUT THE AFFIRMATIVE VOTE OF A NUMBER OF DIRECTO(S) EQUAL TO A MAJORITY OF THE NUMBER WHO WOULD CONSTITUTE A FULL BOARD OF DIRECTOR(S) AT THE TIME OF SUCH ACTION SHALL BE NECESSARY TO MAKE ANY ACTION FOR THE MAKING, ALTERATION, AMENDMENT OR REPEAL OF THE BYLAWS.

ARTICLE 15 - EFFECTIVE DATE

THESE ARTICLES OF INCORPORATION SHALL BE EFFECTIVE IMMEDIATELY UPON APPROVAL OF THE SECRETARY OF STATE OF FLORIDA.

ARTICLE 16 - AMENDMENT

THE CORPORATION RESERVES THE RIGHT TO AMEND, ALTER, CHANGE OR REPEAL ANY PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION, OR IN ANY AMENDMENT HERETO, OR TO ADD ANY PROVISION TO THESE ARTICLES OF INCORPORATION OR TO ANY AMENDMENT HERETO, IN ANY MANNER NOW OR HEREAFTER PRESCRIBED OR PERMITTED BY THE PROVISIONS OF ANY APPLICABLE STATUTE OF THE STATE OF FLORIDA, AND ALL RIGHTS CONFERRED UPON SHAREHOLDERS IN THESE ARTICLES OF INCORPORATION OR ANY AMENDMENT HERETO ARE GRANTED SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND SEAL
ACKNOWLEDGED AND FILED THE FOREGOING ARTICLES OF INCORPORATION
UNDER THE LAWS OF THE STATE OF FLORIDA THIS _____.



CARLOS M. ALEMAN

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

CARLOS M. ALEMAN CHARTERED, HAVING A BUSINESS
OFFICE IDENTICAL WITH THE REGISTERED OFFICE OF THE
CORPORATION NAME ABOVE, AND HAVING BEEN DESIGNATED
AS THE REGISTERED AGENT IN THE ABOVE AND FOREGOING
ARTICLES OF INCORPORATION, IS FAMILIAR WITH AND ACCEPTS
THE OBLIGATIONS OF THE POSITION OF REGISTERED AGENT
UNDER THE APPLICABLE PROVISIONS OF THE FLORIDA
STATUTES.

BY:



CARLOS M. ALEMAN

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