PEDRO ESTALELLA, JR., CTP, CPTI, LUTC CERTIFIED CERTIFIED PRA OFFICE: (305) 261-ABBOCIATES, INC., 7481 SN 8 STREET, RSTALRLLA 018 HOTARY PUBLIC OUNTING + INSTRACTO TRAKALATI 12/05/96 Florida Division of Corporations DIFECTIVE MUE 300002023893----12/10/96--01002--015 P.O. Box 6327 Tallahassee, FL 32314 \*\*\*\*122.50 \*\*\*\*122.50 RE: JM Auto Consultants. Inc. Gentlemen: Enclosed please Articles of Incorporation, executed in triplicate, for JM Auto Consultants, Inc., and a check in the amount of \$122.50, to cover the required fees. Please file these, effective Jan. 1, 1997. Please freturn two sets of the filed document to our office. Thank bu in advance for your attention to this matter. càreli Pedro Estalella, Jr. CTP, CPTx, LUTC Certified Tax Professional Certified Practitioner of Taxation Ш Licensed Multi-Lines Insurance Agent /ece enclosures: 3 sets & check P.S. IF NAME IS NOT AVALLABLE, PLEASE CONFORT WE A.S.A.P. Certified in federal taxation by CA

The Institute of Certified Practitioners's The American Institute of Tax Studies

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# ARTICLES OF INCOMPORATION nF



JM Auto Consultants, Inc.

# ABTICLE I - NAME

The Name of the corporation is JH Auto Consultants, Inc.

### ARTICLE II - RURALION

The corporation shall have perpetual existence, commencing on January 1, 1997, unless sooner dissolved according to law.

# ARIICLE III - PUBPOSE

This corporation is organized to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, or any successor statute, and permitted under the laws of the State of Florida, of the United States and of any other country in the world, to engage in any activity, trade or business which can, in the opinion of the Board of Directors, be advantageously carried on, in connection with, or auxiliary to, the foregoing; and to do such other things and exercise such powers as are incidental, necessary or desirable in order to accomplish the foregoing.

#### ARTICLE IV- CAPITAL STOCK

This corporation is authorized to issue 100 shares of stock, at no par value, which shall be designated as "Common Shares".

#### ARTICLE V - INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE OF THE CORPORATION

The name of the initial registered agent is Jesus A. Miranda, the street address of the initial registered office is 7481 SW 8 St., Miami, FL 33144-4547, and of the principal office is 1535 Urbino Ave., Coral Gables, FL 33146.

# ARTICLE VI - INITIAL BOARD OF DIRECTORS

the number of Directors of this corporation may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of each initial director of this corporation is:

Jesus A. Miranda, 1535 Urbino Ave., Coral Gables, FL 33146

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### ARTICLE VII - BY-LAWS

The power to prepare, adopt, alter, amend or repeal the By-Laws of this corporation shall be vested in either the Board of Directors or the Shareholders of the corporation.

#### ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify, and hold harmless, any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this corporation, of the same kind, class, or series, as that which the Shareholder already holds, shall have the right to purchase the Shareholder's pro-rata share thereof, as nearly as may be done without issuance of fractional shares, at the same price at which it is offered to others.

### ARTICLE X - INCORPORATOR

The name and address of each person signing these Articles is:

Jesus **A**. Miranda, 1535 Urbino Ave., Coral Gables, FL 33146, Miami, FL 33255-8035

# ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, in accordance with the provisions of the Florida General Corporation Act, and any rights conferred to the Shareholders is subject to this reservation.

#### ARTICLE XII - CORPORATE POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, or any successor statute.

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IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation, in triplicate, on 12/05/96.

Jesus 🖡

## ACCEPTANCE BY REGISTERED AGENT

Miranda

Having been named to accept service of process for the above stated corporation, at the place designated in Article V of these Articles of Incorporation, I, the undersigned hereby agree to act in this capacity and further agree to comply with the provisions of all statutes relative to the proper and complete discharge of my duties. I am familiar with, and accept, the obligations of the position of Registered Agent of this corporation.

lesus 🔒. Miranda

#### ACKNOWLEDGEMENT AND CERTIFICATION BY NOTARY PUBLIC

STATE OF FLORIDA COUNTY OF DADE

BEFORE ME, the undersigned authority, authorized to take acknowledgements in the State and County set forth above, personally appeared Jesus A. Miranda, well known to me, and, known to me to be the person who executed the foregoing Articles of Incorporation, of a total of three (3) pages, including this page, and who acknowledged that he executed the same for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set in hand and official seal in the aforesaid State and Coonty. on/12/05/96

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Pedro Estalella Notary Public State of Florida at Large 7481 SW 8 St., Miami, FL 33144 Notary Pedro P. Estalolla, Jr. Notary Public, State of Flori. Constitution No. CC 4757 W Corner My Constitution Expires 0572-35 1-800-3-NOTARY - Pla. Notary Service & Douling Co. Summunumunumunumunum