

P97000012125  
TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

400002055754--8  
-01/13/97--01060--010  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Vision Automotive Group, INC..  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☒ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

FROM: Professional Consultants  
Name (Printed or typed)

2320 Sw. 57th Ave. suite 203  
Address

Miami, Florida 33155  
City, State & Zip

(305) 267-1926  
Daytime Telephone number

FILED  
97 JAN 13 AM 10:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Dmc*  
*1-16-97*

*624*

NOTE: Please provide the original and one copy of the articles.



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

January 16, 1997

**PROFESSIONAL CONSULTANTS**  
2320 SW 57TH AVENUE  
SUITE 203  
MIAMI, FL 33155

**SUBJECT: VISION AUTOMOTIVE GROUP, INC.**  
Ref. Number: W97000001157

We have received your document for VISION AUTOMOTIVE GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must include original signatures.

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: 897A00002331

February 1, 1996

Florida Department of State  
Hon. Sandra B. Mortham  
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

*Attn.: Doris Mc Duffie*  
*Corporate Specialist Supervisor*

*Re: Vision Automotive Group, Inc.*  
*Ref. Number: W97000001157*

Dear Ms. Mortham:

We hereby acknowledge receipt of the original Articles of Incorporation for the above referenced corporation which you returned to us along with your cover letter dated January 16, 1997.

We apologize for the mistake of sending you only the copy instead of the original and a copy. Since we are still within the 60-day deadline from our original filing date, we hope that you will still consider Vision Automotive Group's documentation.

Thank you for your consideration and expediency in this matter.

Sincerely,

Professional Consultants, Inc.



Ana J. Rodriguez, Esq.

AJR/mrh

Attachments

**ARTICLES OF INCORPORATION  
OF  
VISION AUTOMOTIVE GROUP, INC.**

**FILED**  
97 JAN 13 AM 10:19  
SECRETARY OF STATE  
- TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of the corporation is VISION AUTOMOTIVE GROUP, INC.

**ARTICLE II  
PRINCIPAL OFFICE**

The mailing address of this corporation is 24 E. 5th St. Hialeah, Florida 33010

**ARTICLE III  
PURPOSE**

The corporation is organized for the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the state of Florida, including but not limited to the business of manufacturing and sale of products related to automobiles and other items, or any other business incident or connected to such business, including retail, repairs, and wholesale sales.

**ARTICLE IV  
CAPITAL STOCK**

The capital stock authorized, the par value thereof and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value/Share</u>	<u>Class of Stock</u>
100	\$20.00	Common

**ARTICLE V  
TERM OF EXISTENCE**

This corporation is to exist perpetually from the date these Articles are subscribed to the provisions of the Florida Statutes Sections 607.167.

**ARTICLE VI  
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is CARLOS DE LA TORRE and the address of the initial state registered office is 24 E. 5th St. suite 1D. Hialeah, Florida 33010, pursuant to the Florida Statutes Section 607.0501 and 607.0505. The registered agent shall also serve as resident agent pursuant to Florida Statutes Section 48.091.

Prepared by:  
Professional Consultants  
204 S.W. 57th Avenue  
Suite 203-a  
Miami, Florida 33144

**ARTICLE VII**  
**DIRECTORS**

The corporation shall have two (2) directors initially. The number of directors may be changed from time to time in accordance with the by-laws adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial directors of the corporation are:

CARLOS DE LA TORRE  
24 E. 5th St. suite 1D  
Hialeah, Florida 33010

JOSE MARTINEZ  
24 E. 5th St. suite 1D  
Hialeah, Florida 33010

**ARTICLE VIII**  
**INCORPORATOR**

The name and street address of the incorporator is:

CARLOS DE LA TORRE  
24 E. 5th St. suite 1D  
Hialeah, Florida 33010

**ARTICLE IX**  
**PREEMPTIVE RIGHTS**

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

**ARTICLES X**  
**CUMULATIVE VOTING**


At each election for directors, cumulative voting as set forth in Florida Statutes Section 607.097 (4) shall be allowed, provided ten (10) days' notice in writing be given the secretary of the company by the shareholder desiring cumulative voting.

**ARTICLE XI**  
**INDEMNIFICATION**

This Corporation shall indemnify and may advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

se Articles of Incorporation this 25th day  
 of April, 1990  
 \_\_\_\_\_  
 Arthur J. McFarlane  
 Incorporator

Notary Public for State of Florida at Large

  
CARLOS DE LA TORRE Registered Agent