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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.  
CONTACT: PAM FRIEDMAN  
PHONE: (305)358-2571

ACCT#: 070744001530

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NAME: SANSO AUTO SALES, INC.

AUDIT NUMBER.....H97000005393

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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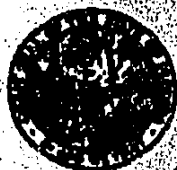
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TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 2, 1997

ACE INDUSTRIES, INC.

SUBJECT: SANSO AUTO SALES, INC.  
REF: W97000007661

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE SEE THE NUMBER OF DIRECTORS IN ARTICLE VII. ALSO THE REGISTERED AGENT PAGE CAME OUT ON PAGE 1 OF THE ARTICLES AND NEITHER ONE IS SUITABLE FOR MICROFILMING.

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) 457-6919.

Beth Register  
Corporate Specialist Supervisor

FAX Aud. #: W97000005393  
Letter Number: 697A00016609

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ARTICLES OF INCORPORATION  
OF

SANSO AUTO SALES, INC.

The undersigned incorporators, for the purpose of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of the corporation is SANSO AUTO SALES, INC.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The period of duration of this corporation shall exist perpetually. The corporate existence shall commence upon filing of these Articles of Incorporation.

ARTICLE III

NATURE OF BUSINESS

The Corporation shall have the power to engage in any and all lawful business, trades, occupations and professions.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is Five Hundred (500) shares of common stock, each share having the par value of One Dollar (\$1.00) amounting to an aggregate of Five Hundred (\$500.00) Dollars.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and non-assessable.

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PREPARED BY:  
ACE INDUSTRIES, INC.  
64 NW 11th Street  
Miami, FL 33136  
305-358-2571

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**ARTICLE V**

**PREEMPTIVE RIGHTS**

Shareholders of the Corporation shall not have preemptive rights.

**ARTICLE VI**

**ADDRESS**

The initial address of the principal office of this Corporation is to be 2615 S.W. 13 Street, Miami, Florida 33145. The Board of Directors may, from time to time, designate such other address any place for the principal office of this Corporation as it may see fit.

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

The number of directors constituting its initial Board of Directors is Two (2), whose names and addresses are:

Mariano de Jesus Sanso  
2910 S.W. 16 Terrace  
Miami, Florida 33145

Manuel E. Cortina  
2615 S.W. 13 Street  
Miami, Florida 33145

**ARTICLE VIII**

**INITIAL REGISTERED AGENT AND OFFICE**

The address of this Corporation's initial registered agent and office is Manuel E. Cortina, 2615 S.W. 13 Street, Miami, Florida 33145.

**ARTICLE IX**

**INCORPORATORS**

The names and addresses of the incorporators are:

Mariano de Jesus Sanso  
2910 S.W. 16 Terrace  
Miami, Florida 33145

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Manuel E. Cortina  
2615 S.W. 13 Street  
Miami, Florida 33145

## ARTICLE X

### BY-LAWS

The power to adopt, alter, appeal, and repeal By-Laws of this Corporation shall be vested in the Board of Directors and the Shareholders.

## ARTICLE XI

### INDEMNIFICATION

This Corporation shall indemnify to the full extent permitted by law any and all incorporators, directors, officers, employees or agents, or former directors, officers, employees or agents or persons who may have served at the request of the Corporation. Said indemnification shall include, but not be limited to, the expenses, including the costs of any judgments, fines, settlements, and attorney's fees actually and necessarily paid or incurred in connection with any action, suit or proceedings, and any appeals therefrom to which any such person or his representative may be made a party, or maybe threatened to be made a party, by reason of being or having been an officer, director, employee, or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any rights to which any directors, officers, employees or agents may be entitled as a matter of law or which they may be lawfully granted.

## ARTICLE XII

### AMENDMENT

This Corporation reserves the right to amend or appeal provisions contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 31 day of March, 1997.

Mariano de Jesus Sanso  
MARIANO DE JESUS SANZO, Incorporator

Manuel E. Cortina  
MANUEL E. CORTINA, Incorporator

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STATE OF FLORIDA )  
                              :SS  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared MARIANO DE JESUS SANJO and MANUEL E. CORTINA, who are to me well known to be the persons described in and who subscribed the above Articles of Incorporation and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida this 31 day of March, 1997.

  
NOTARY PUBLIC, State of Florida

Print Name: DAMARIS JONUSAS

My Commission Expires:



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**CERTIFICATE OF REGISTERED AGENT**

Pursuant to Chapter 607.325 of the Florida Statutes, the following is submitted, in compliance with said Act:

That SANSO AUTO SALES, INC., desiring to incorporate under the laws of the State of Florida, has named Manuel E. Cortina, at 2615 S.W. 13 Street, Miami, Florida 33145, as its agent to accept service of process within the State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of said Act relative to keeping said office.

Dated this 31 day of March, 1997.

  
Manuel E. Cortina, Registered Agent

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TALLAHASSEE FLORIDA

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