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**INTENTION TO FILE  
ARTICLES OF INCORPORATION**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 21 PH 2:20

April 18, 1997

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

000002149140--2  
-04/21/97--01106--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

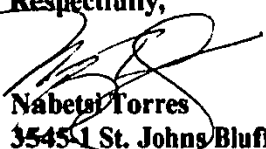
Re: Signs On Wheels of Florida, Inc.

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of Signs On Wheels of Florida, Inc.

Also find enclosed a check made payable to the Secretary of State in the amount of \$78.75, which includes the statutory filing fee and certificate. Your assistance in establishing the corporation to be known as Signs On Wheels of Florida, Inc. is appreciated.

Respectfully,

  
Nabeta Torres  
3545 1 St. Johns Bluff Rd. S.,  
Unit 205  
Jacksonville, Florida 32224  
(904) 996-0084

D. BROWN APR 23 1997

**ARTICLES OF INCORPORATION**  
**FOR**  
**Signs On Wheels of Florida, INC.**

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**ARTICLE I**

The name of the corporation is: Signs On Wheels of Florida, Inc. The mailing address of the corporation is: 3545-1 St. John's Bluff Rd. S. #205, Jacksonville, Fl. 32224

**ARTICLE II**

The duration of the corporation shall be perpetual. The date and time of commencement of the corporate existence of the corporation shall be upon filing these Articles of Incorporation with the Secretary of State of Florida.

**ARTICLE III**

The nature of the business and the objects and purposes to be transacted, promote of carried on by the corporation are to engage in any lawful act, activity or business for which corporations may be organized under the laws of the United States of America and of the State of Florida. Additionally, this corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

**ARTICLE IV**

The aggregate number of shares which the corporation is authorized to issue and have outstanding at any time is 100,000 common shares. Such 100,000 common shares shall consist of one class only having a par value of \$.01 per share.

#### **ARTICLE V**

The street address of the initial registered office of the corporation is 3545-1 St. John's Bluff Rd. S., #205, Jacksonville, Fl. 32224. The name of the corporation's initial registered agent at said address is Nabetsi Torres.

#### **ARTICLE VI**

The number of directors constituting the initial Board of Directors shall be two (2). The name and street address of the initial members of the Board of Directors is:

<b>Nabetsi Torres</b>	3545-1 St. John's Bluff Rd. S. #205.
	Jacksonville, Fl. 32224
<b>Ronald Sanchez</b>	3545-1 St. John's Bluff Rd. S. #205
	Jacksonville, Fl. 32224

The number of Directors may be increased or diminished from time to time by Bylaws adopted by either the Shareholders or the Directors, but shall never be less than such number as required by the laws of the State of Florida. Additionally, the Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

#### **ARTICLE VII**

The name and street address of the incorporator is:

**Nabetsi Torres**  
3545-1 St. John's Bluff Rd. S. #205,  
Jacksonville, Fl. 32224

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### ARTICLE VIII

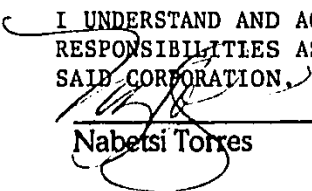
No contract or other transaction between this corporation and one or more of its directors, officers and/or shareholders or any other corporation, firm, association or entity in which one or more of the its directors, officers and/or shareholders are directors, officers, shareholders or are financially interested shall be either void or voidable because of such relationship or interest because such director or directors are present at the meeting of the board of directors or a committee thereof which authorizes, approves or ratifies such contract or transaction, or because his or their votes are counted for such purpose, if:

- (a) The fact of such relationship or interest is disclosed or known to the board of directors or committee which authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors; or
- (b) The fact of such relationship or interest is disclosed or known to the shareholders entitled to vote and they authorized, approve or ratify such contract or transaction by vote or written consent; or
- (c) The contract or transaction is fair and reasonable as the corporation at the time it is authorized by the board, a committee thereof or the shareholders.

### ARTICLE IX

The Articles of Incorporation may be amended in the manner provided by Florida law.

I UNDERSTAND AND ACCEPT THE DUTIES AND  
RESPONSIBILITIES AS REGISTERED AGENT FOR  
SAID CORPORATION.

  
Nabetsi Torres

Incorporator /Registered Agent