

P97000038728

April 11, 1997

Nikia S. White
DRIVE, INC

11471 DAYTONA CT.

JACKSONVILLE, FL 32218

300002144083--6
-04/15/97--01098--011
*****70.00 *****70.00

Enclosed are an original and a copy of the Article of Incorporation of the above referenced corporation. Please file the original, indicate the filing date on the copy, and return the copy to me.

Also enclosed is a check covering the fees and charges for the items listed below, as indicated:

- ☒ A. Articles of Incorporation filing fee, \$70.00
☐ B. Certified copy of Articles of Incorporation,

If the corporation name requested is not available, please call us immediately. Thank you for your cooperation.

Sincerely,

Nikia S. White
Nikia S. White, President

Enclosures - as stated

~~491-503~~

~~491-503~~

Doc 5/1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -1 AM 8:01



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 16, 1997

NIKIA S. WHITE
DRIVE, INC.
11471 DAYTONA COURT
JACKSONVILLE, FL 32218

SUBJECT: DRIVE, INC.
Ref. Number: W97000008842

We have received your document for DRIVE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must state the number of shares of authorized stock.

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 997A00019246

April 11, 1997

Secretary of State
State of Florida
The Capital
Tallahassee, Florida 32301

DRIVE OF JACKSONVILLE, INC.

Re: Drive, Inc.

Greetings:

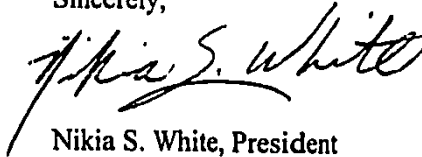
Enclosed are an original and a copy of the Article of Incorporation of the above referenced corporation. Please file the original, indicate the filing date on the copy, and return the copy to me.

Also enclosed is a check covering the fees and charges for the items listed below, as indicated:

- ☒ A. Articles of Incorporation filing fee, \$70.00
- ☐ B. Certified copy of Articles of Incorporation,

If the corporation name requested is not available, please call us immediately. Thank you for your cooperation.

Sincerely,



Nikia S. White, President

Enclosures - as stated

CLIENT COPY

**ARTICLES OF INCORPORATION
OF
DRIVE OF JACKSONVILLE, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY - 1 AM 8:01

ARTICLE I. NAME

The name of this corporation shall be **Drive of Jacksonville, Inc.**

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of selling clothing apparel, accessories and designing products for re-sell and engaging in any lawful act or activity for which corporations may be organized under the laws of the State of Florida and the United States of America.

ARTICLE IV. POWERS

This corporation may do and perform all such acts and things, including those generally allowed by the laws of Florida relative to corporations for profit, as now existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate functions, powers, and rights.

ARTICLE V. CAPITAL STOCK

This corporation shall have the authority to issue 100 par value shares of common capital stock.

ARTICLE VI. PREEMPTIVE RIGHTS

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

ARTICLE VII. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, with such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Article of Incorporation, A Copy Of Which Is on File At This Corporation's Principal Office."

ARTICLE VIII. MEMBERSHIP

Any person who agrees to be bound by these Articles Of Incorporation, the corporate Bylaws, and any rules and regulations which the Board Of Directors may from time to time adopt, who completes a membership application form and submits it to the Board Of Directors, and who pays the applicable dues, is eligible and qualified for membership in this corporation.

The corporate Bylaws may provide the Board Of Directors further discretionary powers relating to the admission of members.

ARTICLE IX. MANAGEMENT

The powers of this corporation shall be exercised, its properties controlled, and its affairs and business conducted and managed by the Board Of Directors.

Any action required or permitted to be taken by the Board Of Directors, under any provision of the law, may be taken without a meeting, if all of the directors shall individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the

proceedings of the Board Of Directors. Any such action by written consent shall have the same force and effect as if taken by a unanimous vote of the Board Of Directors. Any certificate or other document filed, under any provision of the law which relates to the action so taken, shall state that the action was taken by the unanimous written consent of the Board Of Directors without a meeting, and that these Articles Of Incorporation authorize the Board Of Directors to so act. Such a statement shall be prima facial evidence of such authority.

ARTICLE X. BOARD OF DIRECTORS

This corporation's initial Board Of Directors shall have directors. The number of directors may be increased or decreased, from time to time, by an amendment to the corporate Bylaws, but shall never be less than two (2).

The directors shall be elected annually by this corporation's members. The manner of the election of the directors shall be specified in the corporate Bylaws. The directors named herein, comprising the initial Board Of Directors, shall hold office until the election of directors at the first annual membership meeting.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are: **Nikia S. White**, 11471 Daytona Court, Jacksonville, Florida 32218, **Shane C. Dykes**, 2807 Ocean Sound Drive, Fernandina Beach, Florida 32034.

ARTICLE XI. OFFICERS

The officers shall consist of a president, a vice president, a secretary, and a treasurer. This corporation may have such other officers as may be provided in the corporate Bylaws.

The officers shall be elected annually by the Board Of Directors. The manner of the election of the officers shall be specified in the corporate Bylaws. The officers named herein, comprising the initial officers, shall hold office until the election of officers at the first annual Board Of Directors' meeting.

The names of the initial officers are:

<u>Officers</u>	<u>Name</u>
President	Nikia S. White , 11471 Daytona Court, Jacksonville, Florida 32218.

Vice - President

Shane C. Dykes, 2807 Ocean Sound Drive,
Fernandina Beach, Florida 32034.

ARTICLE XII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE XIII. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: **Nikia S. White**, 11471 Daytona Court, Jacksonville, Florida 32218.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: **Nikia S. White**, 11471 Daytona Court, Jacksonville, Florida 32218.

ARTICLE XIV. INCORPORATOR

The name and residence address of each of the subscribers to these Articles Of Incorporation are: **Nikia S. White**, 11471 Daytona Court, Jacksonville, Florida 32218 and **Shane C. Dykes**, 2807 Ocean Sound Drive, Fernandina Beach, Florida 32034.

ARTICLE XV. BYLAWS

Corporate Bylaws will be hereinafter adopted by the Board Of Directors. The corporate Bylaws may be amended or repealed, in whole or in part, by the Board Of Directors in the manner provided therein. Any amendments to the corporate Bylaws shall be binding on this corporation's members.

ARTICLE XVI. AMENDMENT

Amendments to these Articles Of Incorporation may be proposed by a resolution adopted by the Board Of Directors and presented to a quorum of this corporation's members for their vote. Such amendments may be adopted by a vote of 51 of the quorum of this corporation's members.

The undersigned, constituting this corporation's designated registered agent and this

Articles Of Incorporation Of Drive of Jacksonville, Inc.

corporation's subscribers, for the purpose of forming this profit corporation under the laws of Florida, have executed these Articles Of Incorporation, on the dates indicated next to their signatures.

Nikia S. White
Nikia S. White

4/22/97
Date

Shane C. Dykes
Shane C. Dykes

4/22/97
Date

I hereby accept my designation as resident agent and agree to serve as the resident agent of **Drive of Jacksonville, Inc.** I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for **Drive of Jacksonville, Inc.**

Nikia S. White
Nikia S. White, Registered Agent

State Of Florida
County Of Duval

On April 22, 1997, designated above as the individual who shall serve as the corporation's initial registered agent, and the individuals, designated above as the subscribers to these Articles Of Incorporation, all of whom are personally known to me, or produced Florida driver's licenses as identification, and all of whom personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of **Drive of Jacksonville, Inc.**

Tajuana D. Miles
Notary Public



TAJUANA D MILES
My Commission CC535170
Expires Feb. 25, 2000

Tajuana D. Miles
(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

(SEAL)

Articles Of Incorporation Of Drive of Jacksonville, Inc.