

**P9700046165**

JAZZS CORP. & IND. TRI., INC.  
 Registered Name  
 89 S.W. 8th Avenue, SUITE 16  
 Address  
 MIAMI, FLORIDA 33174 (305)552-5973  
 City/State/Zip Phone #  
 LOCAL REPRESENTATIVE TALLAHASSEE

100002190151--6  
 -05/23/97--01095--028  
 Office Use Only \*\*\*\*122.50

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. FRAME ON WHEELS, INC.  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

97 MAY 23 PM 1:35

☒ Walk in    ☒ Pick up time 2:00    ☒ Certified Copy  
☐ Mail out    ☐ Will wait    ☐ Photocopy    ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*Handwritten signature and date 5/23*

Examiner's Initials	
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**ARTICLES OF INCORPORATION**

**OF**

**Frame on Wheels, Inc.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I NAME**

The name of the corporation shall be: **Frame on Wheels, Inc.**

**ARTICLE II NATURE OF BUSINESS**

The general nature of the business and the objectives and the purposes to be transacted and carried on are:

1. For any lawful purpose for which a corporation may operate under the laws of the State of Florida.
2. For any lawful business that a corporation may operate under the laws of the State of Florida.
3. And, in general to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

**ARTICLE III DURATION**

This Corporation shall have a perpetual existence commencing on the Date of Filing.

**ARTICLE IV CAPITAL STOCKS**

The maximum numbers of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (500) shares at one dollar (\$ 1.00) par value, which shall be designated "Common Shares".

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TALLAHASSEE, FLA.

#### **ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name of the initial registered agent is Rosario Verdecia, the address of the initial registered office is 10725 W. Flagler Street, Miami, Florida 33174.

#### **ARTICLE VI INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (2) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name(s) and street address(es) of the initial Director(s) are:

<u>Names:</u>		<u>Addresses:</u>
Rosario Verdecia	President	250 W. Park Drive #205
	Treasurer	Miami, FL 33172
Isabel Guerrero	Vice-President	250 W. Park Drive #205
	Secretary	Miami, FL 33172

#### **ARTICLE VII LAWS**

The By-Laws of this Corporation may be adopted, altered, amended, or repealed by either the stockholder(s) or Director(s).

#### **ARTICLE VIII INDEMNIFICATION**

The Corporation shall indemnify 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 he/she already holds, shall have the right to purchase his/her probata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

### ARTICLE X INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Names:

Addresses:

Rosario Verdecia

President  
Treasurer

250 W. Park Drive #205  
Miami, FL 33172

Isabel Guerrero

Vice-President  
Secretary

250 W. Park Drive #205  
Miami, FL 33172

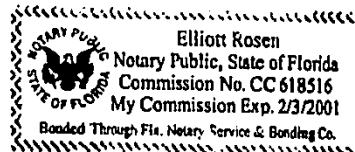
### ARTICLE XI OFFICES

The principal office of the Corporation and mailing address shall be established and maintained at 10725 W. Flagler Street Miami, Florida, County of Dade, State of Florida. The Corporation may also have offices at such places within or without the State of Florida as the board may from time to time establish.

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 20<sup>th</sup> day of MAY, 1997.

Rosario Verdecia  
Rosario Verdecia

Isabel Guerrero  
Isabel Guerrero



NOTARY,  
Elliott Rosen  
ELLIOTT ROSEN

STATE OF FLORIDA)

COUNTY OF DADE ) ss.

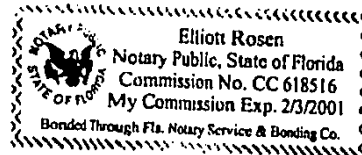
Before me, a Notary Public authorized in the State and County set forth above, personally appeared Rosario Verdecia and Isabel Guerrero known to me and known by me to be the person(s), who, as Incorporator(s), executed the foregoing Articles of Incorporation of **Frame on Wheels, Inc.** and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and County aforesaid, this 20<sup>th</sup> day of MAY, 1997.

*Elliott Rosen*

NOTARY PUBLIC

ELLIOTT ROSEN



**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First, that Frame on Wheels, Inc., a Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named Rosario Verdecia and the street address of the initial registered office of this Corporation is 10725 W. Flagler Street, Miami, Florida, as its agent to accept service of process within this State.

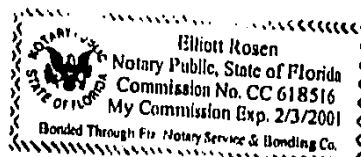
Second, Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office and of all statutes relative to the proper and complete discharge of his duties, i.e., Section 607.325 F.S.

Dated this 20<sup>TH</sup> day of MAY, 1997.

Rosario Verdecia  
Rosario Verdecia

SWORN TO AND SUBSCRIBED before me this MAY 20, 1997.

Elliott Rosen  
Notary Public, State of Florida  
ELLIOTT ROSEN  
My Commission Expires:



97 MAY 23 PM 1:36