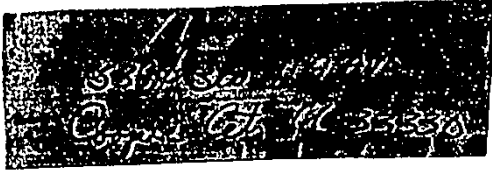


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97 OCT - 8 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Conflict  
P25910  
(7)  
789, 2551, 2544, 2550  
W97-21650

B. REGISTER OCT 8 1997



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

September 22, 1997

ORLANDO C PIEDRA  
5394 SW 119TH AVE  
FT LAUDERDALE, FL

SUBJECT: M.E.V. INCORPORATED  
Ref. Number: W97000021656

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

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6919.

Beth Register  
Corporate Specialist Supervisor

Letter Number: 197A00046733

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97 OCT -8 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
J.E.V. INCORPORATED

THE UNDERSIGNED, A NATURAL PERSON COMPETENT TO CONTRACT, DOES  
HEREBY MAKE, SUBSCRIBE AND FILE THESE ARTICLES OF INCORPORATION  
FOR THE PURPOSE OF ORGANIZING A CORPORATION UNDER THE LAWS OF THE  
STATE OF FLORIDA.

ARTICLE 1

THE NAME OF THIS CORPORATION SHALL BE: J.E.V. INCORPORATED  
AND THEIR ADDRESS WILL BE 4990 S.W. 148TH AVE., DAVIE, FL. 33330

ARTICLE 2

NATURE OF CORPORATE BUSINESS AND POWERS

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS

CORPORATION SHALL BE TO ENGAGE IN ANY AND ALL LAWFUL BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

### ARTICLE 3

#### CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES THAT THIS CORPORATION SHALL BE AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AT ONE TIME SHALL BE 100,000 SHARES OF COMMON STOCK, \$1.00 VALUE PER SHARE.

### ARTICLE 4

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

### ARTICLE 5 REGISTERED AGENT AND INITIAL REGISTERED OFFICE IN FL.

THE REGISTERED AGENT AND THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA SHALL BE:

MR. ORLANDO C. PIEDRA  
5394 SW 119TH AVE.  
FT. LAUDERDALE, FL. 33330

### ARTICLE 6

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY.

ARTICLE 7

THE NAME AND ADDRESS OF THE INITIAL DIRECTOR OF THIS  
CORPORATION IS:

MR. JAIME VELAZQUEZ, PRES., TREAS., SEC.  
4990 S.W. 148TH AVE.  
DAVIE, FL. 33330

THE PERSONS NAMED AS INITIAL DIRECTOR SHALL HOLD OFFICE FOR THE  
FIRST YEAR OF EXISTENCE OF THIS CORPORATION, OR UNTIL HIS  
SUCCESSOR IS ELECTED OR APPOINTED AND HAS QUALIFIED, WHICHEVER  
OCCURS FIRST.

ARTICLE 8

INCORPORATOR

THE NAME OF THE PERSON SIGNING THESE ARTICLES OF INCORPORATION AS  
THE INCORPORATOR IS ORLANDO C. PIEDRA, AND HIS ADDRESS IS 5394  
SW 119TH AVE., FT. LAUDERDALE, FL. 33330

ARTICLE 9  
INDEMNIFICATION

THIS CORPORATION SHALL INDEMNIFY TO THE FULLEST EXTENT PERMITTED BY FLORIDA STATUTE 607.014, AS MAY BE AMENDED FROM TIME TO TIME ANY DIRECTOR OR OFFICER OF THE CORPORATION WHO IS A PARTY OR IS THREATENED, PENDING OR COMPLETED ACTION OR SUIT BROUGHT AGAINST SAID OFFICER OR DIRECTOR IN THEIR OFFICIAL CAPACITY. THIS

CORPORATION SHALL NOT INDEMNIFY ANY DIRECTOR OR OFFICER IN ANY ACTION OR SUIT, THREATENED, PENDING OR COMPLETED, BROUGHT BY HIM AGAINST THE CORPORATION. IN THE EVENT THE OFFICER OR DIRECTOR IS NOT THE PREVAILING PARTY, INDEMNIFICATION OF ANY OTHER PERSONS SUCH AS EMPLOYEES OR AGENTS OF THE CORPORATION, OR SERVING AT THE REQUEST OF THE CORPORATION AS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OF ANOTHER CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST, OR OTHER ENTERPRISE, SHALL BE DETERMINED IN THE SOLE AND ABSOLUTE DISCRETION OF THE BOARD OF DIRECTORS OF THE CORPORATION. PURSUANT TO FLORIDA STATUTE 607.014(9), NO COURT ORDER INDEMNIFICATION SHALL, UNDER ANY CIRCUMSTANCES, BE PERMITTED.

ARTICLE 10

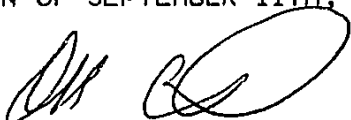
THIS CORPORATION EXPRESSLY ELECTS NOT TO BE GOVERNED BY FLORIDA

STATUTE 607.018, AS AMENDED FROM TIME TO TIME, RELATING TO  
AFFILIATED TRANSACTIONS.

ARTICLE 11  
CONTROL SHARE ACQUISITIONS

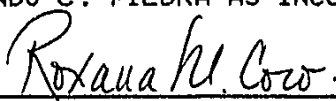
THIS CORPORATION EXPRESSLY ELECTS NOT TO BE GOVERNED BY FLORIDA  
STATUTE 607.109, AS AMENDED FROM TIME TO TIME, RALATING TO  
CONTROL SHARE ACQUISITIONS.


IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED  
FOREGOING ARTICLES OF INCORPORATION OF SEPTEMBER 11TH, 1997

  
\_\_\_\_\_  
ORLANDO C. PIEDRA, INCORPORATOR

STATE OF FLORIDA     )  
                              )  
                              ) SS  
COUNTY OF BROWARD    )

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME ON THIS 11TH  
DAY OF ,SEPTEMBER 1997 BY ORLANDO C. PIEDRA AS INCORPORATOR.

  
\_\_\_\_\_  
NOTARY PUBLIC  
STATE OF FLORIDA



MY COMMISSION EXPIRES: \_\_\_\_\_

I, ORLANDO C. PIEDRA, AM FAMILIAR WITH AND ACCEPT THE DUTIES  
AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.



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**FILED**  
97 OCT - 8 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA