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Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 5, 1997

PHILIP SHENKMAN, CPA  
12515 N KENDALL DR, STE 314  
MIAMI, FL 33186

SUBJECT: BUMPER KING, INC.  
Ref. Number: W97000027271

We have received your document for BUMPER KING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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.

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) 487-6926.

Tracy Meyer  
Document Specialist

Letter Number: 797A00057682

EFFECTIVE DATE

12/19/97

ARTICLES OF INCORPORATION  
OF  
BUMPER KING, INC.

I, the undersigned, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, do hereby make, subscribe, acknowledge and file the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be:

BUMPER KING, INC.

ARTICLE II

TERM OF EXISTENCE

This Corporation shall exist perpetually or until dissolved by due process of law. The Corporation shall commence its existence as of December 1, 1997.

ARTICLE III

PURPOSE

This Corporation is organized for the general purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

PRINCIPAL OFFICE OR MAILING ADDRESS

The initial principal office of the Corporation, or the mailing address of the Corporation shall be:

6619 S. Dixie Highway, Suite 360  
Miami, Florida 33143-7919

FILED  
97 DEC -4 PM 2:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V  
CAPITAL STOCK

This Corporation is authorized to issue par value common stock as described below. It will be known as Section 1244 Stock pursuant to the Internal Revenue code as amended in 1986 and no other.

Maximum Number of Shares	100
Par Value Per Share	\$1.00

The authorized shares of par value common stock may be issued for only a consideration having, in the judgment of the Board of Directors, equivalent at least to the full par value of the stock so to be issued. Such consideration may be in the form of cash, real property, tangible personal property, intangible personal property, labor or services rendered, other than future services, or any combination of the foregoing.

Each share of common stock of this Corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings of the Stockholders. No holder of common stock of this Corporation shall be entitled to any right of cumulative voting.

ARTICLE VI  
PREEMPTIVE RIGHTS

The Corporation may provide for preemptive rights of Stockholders pursuant to provisions of its By-Laws, but no preemptive rights shall exist unless specifically approved for inclusion in the By-Laws.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be:

6619 S. Dixie Highway, Suite 360

Miami, Florida 33143-7919

The name of the initial Registered Agent of this Corporation at the aforementioned address is:

JOHN CHAROS

ARTICLE VIII

INCORPORATOR

The name and address of each incorporator is as follows:

JOHN CHAROS

6619 S. DIXIE HIGHWAY, SUITE 360 MIAMI, FLORIDA 33143-7919

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1), nor more than fifteen (15) persons. They shall hold office until their successors are elected or appointed and have qualified, unless otherwise provided by the By-Laws.

The initial Board of Directors shall consist of one (1) member whose name and address is as follows:

JOHN CHAROS

6619 S. DIXIE HIGHWAY, SUITE 360 MIAMI, FLORIDA 33143-7919

ARTICLE X  
MISCELLANEOUS

A. The initial officers of the Corporation and their addresses shall be as follows:

President: JOHN CHAROS  
6619 S. DIXIE HIGHWAY, SUITE 360 MIAMI, FLORIDA  
33143-7919

B. Upon election of the Board of Directors by the Stockholders, such Board shall manage the business and affairs of the Corporation.

C. The initial By-Laws of the Corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the Stockholders or the Directors. The Stockholders may amend, alter, or repeal any By-Law adopted by the Directors. The Directors may not alter, amend or repeal any By-Law adopted by the Stockholders, nor may the Directors adopt By-Laws which would be in conflict with the By-Laws adopted by the Stockholders.

D. The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in a manner now or hereafter prescribed by law; and all rights conferred upon Stockholders herein are granted subject to that reservation.

E. Any Incorporator or Stockholder present at any meeting, either in person or by proxy, and any Directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or deficiency of notice.

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

STATE OF FLORIDA  
COUNTY OF DADE

EXECUTION OF the foregoing instrument was acknowledged before me this 1st, day of December, 1997, by \_\_\_\_\_, who is personally known to me or who has produced sufficient evidence of identification (described below) and who did take the oath.

Description of identification produced: Driving License

NOTARY PUBLIC - SIGNATURE ABOVE

NOTARY NAME:

COMMISSION NO:

COMMISSION EXP. DATE:

Notary Name/Commission Number/Exp. Date - Type or Printed

The undersigned hereby accepts designation as Registered Agent of the Corporation.

OFFICIAL NOTARY SEAL  
OLGA AWUAPARA  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC495461  
MY COMMISSION EXP. SEPT 13, 1999

~~X~~ John Chen -