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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA 32314

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-02/16/98--01115--002
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RE: NAME'S REVIEW

Enclosed is a document with a new name for company former "Signs on Wheels Inc.. As we spoke with a person there we can do this We will appreciate to get the articles as soon as possible.

Jorge Ramos

March 03/1998

FILED
98 MAR -9 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CS
3-10-98

ARTICLES OF INCORPORATION
OF

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties, and obligations of the undersigned as incorporator, and those of the corporation are to be determined in accordance with the laws of the State of Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be: Sign on Wheels Of
South Florida Inc.

The principal office address is: 4225 WEST 16 AVE
HIALEAH, FL. 33012

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter by-laws, not inconsistent with its Articles of Incorporation or with the laws of this State, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees of its subsidiaries;

To be a promotor, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have an exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee, or agent of the corporation to the full extent as permitted by Florida Statute S607.014,

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of -----1,000-----shares, having an individual par value of no par value.

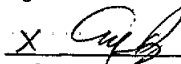
Unless otherwise stated in these articles or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be:

MAXIMO PEREZ
4225 WEST 16 AVE
HIALEAH, FL. 33012

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation:

X 

MAXIMO PEREZ

ARTICLE VI

The initial Board of Directors shall consist of a total of Two (2) person(s) and the name and address of the person(s) who is (are) to serve as an initial director(s) is (are):

PRESIDENT:

Maximo Perez
4225 West 16 Ave.
Hialeah, FL., 33012

VICE PRESIDENT:

Jorge Ramos
4225 West 16 Ave.
Hialeah, FL., 33012

SECRETARY/TREASURER:

The name and address of the incorporator executing these Articles of

Corporation is: MAXIMO PEREZ
4225 West 16 Ave.
Hialeah, FL., 33012

IN WITNESS WHEREOF, the undersigned incorporator has(ve) executed these Articles of Incorporation this 11 day of February, 1998.

X 

FILED
98 MAR -9 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Maximo Perez known to me and known by me to be the person(s) who executed the foregoing Articles of Incorporation, and he (they) acknowledge before me that he (they) 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 11 day of February, 19 98.


NOTARY PUBLIC STATE OF FLORIDA AT LARGE.

