

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
(((H98000012378 9)))

4:54 PM

TO: DIVISION OF CORPORATIONS
FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

FAX #: (850)922-4001
ACCT#: 072450003255
FAX #: (305)541-3770

NAME: MIAMI ON WHEELS, INC.
AUDIT NUMBER.....H98000012378
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0
CERT. COPIES.....0
PAGES.....5
DEL.METHOD.. FAX
EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM

Connect: 00:07:30

FILED
98 JUL -6 AM 9:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Bm 7/6/98

H98000012378

ARTICLES OF INCORPORATION

OF

MIAMI ON WHEELS, INC.

The undersigned subscriber to the Articles of Incorporation, natural person, competent to contract, desiring to form a corporation under the laws of the State of Florida, hereby makes, subscribes and acknowledges this certificate for that purpose, as follows:

ARTICLE I

The name of the corporation is:

MIAMI ON WHEELS, INC.

ARTICLE II

The purpose for which the corporation is formed is to engage in the conduct of any lawful business activity.

ARTICLE III

This corporation is to have perpetual existence.

ARTICLE IV

The maximum number of shares of stock that this Corporation is authorized to have outstanding at one time are Ninety (90) shares at no par value.

This instrument prepared by:

John Militana, Esquire
Militana, Militana & Militana, P. A.
8801 Biscayne Boulevard, Suite 101
Miami, Florida 33138
Telephone (305) 758-6691
Florida Bar No. 148267

98 JUL -6 AM 9:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

H98000012378

H98000012378

ARTICLE V

The street address of the initial registered and principal office of this Corporation is:

541 N.W. 79th Street, Miami, Florida 33150

ARTICLE VI

The name of the initial Registered Agent of this Corporation is:

LAZARO GARCIA

ARTICLE VII

The Corporation shall have THREE (3) directors initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one.

ARTICLE VIII

The names and addresses of the initial directors of this Corporation are:

LAZARO GARCIA	541 N.W. 79 th Street Miami, Florida 33150
FRANCISCO VALENCIA	541 N.W. 79 th Street Miami, Florida 33150
ERNESTO SANCHEZ	541 N.W. 79 th Street Miami, Florida 33150

ARTICLE IX

The names and addresses of the persons signing these Articles of Incorporation are:

LAZARO GARCIA	541 N.W. 79 th Street Miami, Florida 33150
FRANCISCO VALENCIA	541 N.W. 79 th Street Miami, Florida 33150
ERNESTO SANCHEZ	541 N.W. 79 th Street Miami, Florida 33150

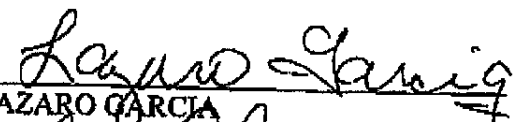
H98000012378


H98000012378

ARTICLE X

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 2nd day of July, 1998.


LAZARO GARCIA


FRANCISCO VALENCIA

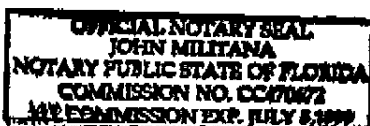

ERNESTO SANCHEZ

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared LAZARO GARCIA, FRANCISCO VALENCIA and ERNESTO SANCHEZ, to me known to be the persons who have executed the foregoing Articles of Incorporation and they have acknowledged before me that they have executed these Articles.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 2nd day of July, 1998.


Notary Public - State of Florida at Large



3

H98000012378

H98000012378

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT WHOM THE PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance
with this Act:

FIRST: MIAMI ON WHEELS, INC., desiring to organize under the laws of the State of
Florida with its principal office as indicated in the Articles of Incorporation:

541 N.W. 79th Street
Miami, Florida 33150

SECOND: The name of the initial Registered Agent of this Corporation is:

LAZARO GARCIA

as its agent to accept service of process within the state.

FILED
98 JUL -6 AM 9:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at place
designated in this certificate, I hereby accept to act in this capacity and agree to comply with the
provisions of this Act relative to keeping this office.


LAZARO GARCIA

4

H98000012378