

P98000071517

DATE August 10, 1998

SECRETARY OF STATE  
CORPORATE DIVISION  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA 32304

FILED  
98 AUG 13 AM 11:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: V+F Transmission Corp. INC.

GENTLEMEN:

ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION TOGETHER WITH  
A COPY OF SAID ARTICLES FOR

V+F Transmission Corp.  
NAME OF CORPORATION

OUR CHECK IN THE AMOUNT OF \$122.50 INCLUDES THE FOLLOWING:

FILING FEE  
CHARTER TAX  
REGISTERED AGENT  
CERTIFIED COPY

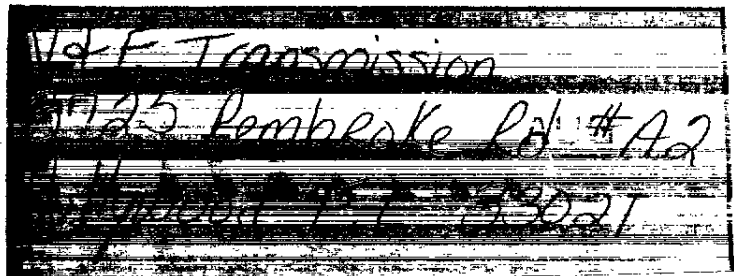
200002614662--9  
-08/13/98-01034-020  
\*\*\*122.50 \*\*\*122.50

TOTAL \$122.50

RESPECTFULLY SUBMITTED.

Victor J. Muñoz  
INDIVIDUAL'S NAME

V+F Transmission Corp., Inc.  
NAME OF CORPORATION



O.K. to file per B.C.  
T.A.

TA-8/17/98

FILED

98 AUG 13 AM 11:07

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION  
-OF-

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the Provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this Corporation shall be :

V + F TRANSMISSION CORP.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE (\$1.00) DOLLAR per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than five hundred (\$500.00) DOLLARS.

ARTICLE V

This Corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

3725 Pembroke Road #A2

Hollywood, Fla. 33021

## ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five.

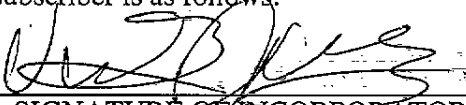
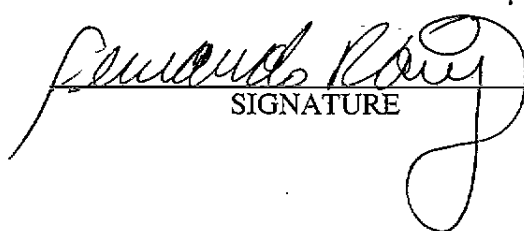
## ARTICLE VIII

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

<u>Victor J. Muñoz (P)</u>	<u>6512 Fletcher St. Hollywood FL</u> 33023
<u>Fernando Ramirez (VP)</u>	<u>6332 Garfield St. Hollywood FL</u> 33024
_____	_____
_____	_____

## ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscriber is as follows:

<u></u>	<u>6512 Fletcher St. Hollywood FL</u> 33023
SIGNATURE OF INCORPORATOR	ADDRESS
<u></u>	<u>6332 Garfield St. Hollywood FL</u> 33024
SIGNATURE	ADDRESS
_____	_____

## ARTICLE X

The corporate existence of this corporation shall begin on the date on the Articles of Incorporation that are filed on record with the State.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 607.325 FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT V + F TRANSMISSION CORP.  
(NAME OF CORPORATION)

WITH ITS PLACE OF BUSINESS AT 3725 Pembroke Road #A2 Hollywood, Fl.  
(ADDRESS, CITY) 33021

HAS NAMED Fernando Ramirez  
(NAME OF REGISTERED AGENT)

LOCATED AT 3725 Pembroke Road #A2  
(MUST BE STREET ADDRESS AND # OF BLDG.)

CITY OF Hollywood, STATE OF FL., AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FL.

SIGNATURE [Signature]  
Corporate Officer

TITLE President

DATE 8-10-98

FILED  
98 AUG 13 AM 11:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above state corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Fl. Statutes.

SIGNATURE [Signature] (Vice President)  
(Registered Agent)

DATE 8-10-98