

98000102953

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LÁZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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-12/10/98--01047--002

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. J P X, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

☒ Profit

☐ NonProfit

☐ Limited Liability

☐ Domestication

☐ Other

AMENDMENTS

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

☐ Name Reservation

REGISTRATION/  
QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
J P X , INC.**

**ARTICLE I**

**NAME**

**FILED**  
98 DEC 10 PM 12:45  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The name of the corporation is:

J P X, INC.

**ARTICLE II**

**NATURE OF CORPORATE BUSINESS**

To design, assemble, manufacture, finish, acquire, own, sell, maintain, lease, trade in, import, export, and deal in any way or manner, in automotive vehicles and any and all kinds of automotive products for commercial or domestic use, including, but not limited to those suited for off-road use, together with related goods, wares, merchandise, containers, and other property of every kind and nature, and to conduct, engage in, and carry the business of consulting, designing, and providing vehicles and accessories, domestically and internationally, to the public at large, retail, and wholesale, and to own, operate, maintain, hold and use, purchase, construct, establish, lease, or otherwise acquire, mortgage, create security interests in, and sell, or otherwise dispose of, or deal with terminal properties, warehouses, shops, depots, and station houses, storage facilities,

machine and repair shops, stock and repair yards, docks, cars, rolling stock, motors, buses, trucks, automobiles, ships and vessels, and all structures, tools, machinery, appliances and appurtenances and any and all other property, real, personal, or mixed, and wheresoever situated, whether or not similar to any property above described, which may be necessary or useful in connection with the business of the Corporation.

To organize or cause to be organized under the laws of the State of Florida or any state of the United States of America, or of the District of Columbia, or of any territory, dependency, commonwealth or possession of the United States, or any other country, colony, territory or dependency thereof, a corporation or corporations for the purpose of transacting, promoting or carrying on any or all of the objects or purposes for which this Corporation is organized, and to dissolve, wind up, liquidate, merge, or consolidate any such corporation or corporations or to cause the same to be dissolved, wound up, liquidated, merged, or consolidated.

To borrow money and contract debts; to make, issue and dispose of bonds, debentures, notes and other obligations, secured or unsecured; and to make any lawful contract of guaranty, suretyship, or of any kind whatsoever in connection with, or in aid of any corporation or other organizations any of whose this Corporation owns or in which this Corporation has an interest; to secure contracts, obligations, and liabilities or any thereof, in whole or in part, by mortgage, deed of trust, creation of security interest in, pledge, or other lien, upon any or all of the property of this Corporation wheresoever situated, acquired, or to be acquired.

The foregoing clauses shall be construed as and shall be powers as well as purposes, and all matters expressed in each clause shall, unless otherwise herein expressly provided, be in no wise limited by reference to or inference from the terms of any other clause but shall be regarded as independent powers and purposes; and the enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general terms of the general powers of this Corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature. This Corporation shall be authorized to exercise and enjoy all other powers,

rights and privileges granted by the Business Corporation Act of this State to corporations organized thereunder, and amendatory of or supplemental to that statute, and the enumeration of certain powers as herein specified is not intended as exclusive of or as a waiver of any of the powers, rights or privileges granted or conferred by that statute now or hereafter in force; provided however that nothing herein contained shall be deemed to authorize or permit this Corporation to carry on any business, to exercise any power, or to do any act which a corporation formed under that statute may not at the time lawfully carry or do.

### **ARTICLE III**

#### **CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have  
outstanding at any one time is:

750,000 shares, one common class, one cent (\$0.01) par value.

### **ARTICLE IV**

#### **CORPORATE EXISTENCE**

This corporation is to exist perpetually.

## **ARTICLE V**

### **INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The corporation's initial Registered Agent and Registered Office in the State of Florida are:

Initial Registered Agent: Kenneth Warner

Initial Registered Office: First Floor  
1933 S.W. 27th Avenue  
Miami, Florida 33145

### **ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT**

Having been named Initial Registered Agent to accept service of process for the above stated corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



**KENNETH WARNER**  
**REGISTERED AGENT**

## **ARTICLE VI**

### **INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors shall be one.

The name and postal address of the initial director is:

Name: Kenneth Warner  
Address: 1933 S.W. 27th Avenue  
Miami, Florida 33145

## **ARTICLE VII**

### **INCORPORATORS**

The name and address of the incorporator executing these Articles of

Incorporation is:

Name: Kenneth Warner  
Address: 1933 S.W. 27th Avenue  
Miami, Florida 33145

## **ARTICLE VIII**

### **INITIAL ADDRESS**

The street address in this state of the principal office of the corporation is:

1933 S.W. 27<sup>th</sup> Avenue  
Miami, Florida 33126

**ARTICLE IX**  
**INDEMNIFICATION**

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

**IN WITNESS WHEREOF**, the undersigned, as incorporator and initial director has executed these Articles of Incorporation on this 8th day of December, 1998.

  
**KENNETH WARNER**  
**INCORPORATOR**  
**INITIAL DIRECTOR**

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**FILED**  
98 DEC 10 PM 12:45  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA