

99000059200

TRANSMITTAL LETTER

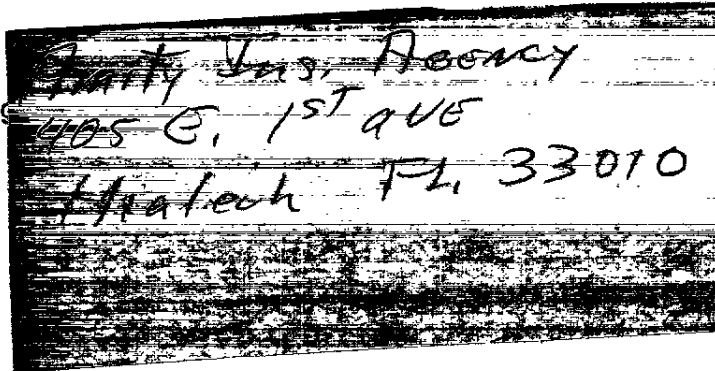
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

200002908172--4
-06/17/99-01097-005
****78.75 ****78.75

SUBJECT: ATLAS ADVERTISING, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original
for :

☐ \$70.00
Filing Fee



on and a check

25
e,
copy
ate

Mail To

FROM: ALEX SANTEIRO
Name (printed or typed)

6915 West 10 Ave
Address

HIALEAH, FL. 33014
City, State & Zip

305-884-4900
Daytime Telephone number

EFFECTIVE DATE

6-14-99

FILED
99 JUN 17 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN JUN 30 1999

NOTE: Please provide the original and one copy of the articles.

~~209~~ 2596

4



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 22, 1999

AMITY INS. AGENCY
405 E. 1ST AVENUE
HIALEAH, FL 33010

SUBJECT: ATLAS ADVERTISING, INC.
Ref. Number: W99000014444

We have received your document for ATLAS ADVERTISING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

The registered agent and street address must be consistent wherever it appears in your document.

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) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 499A00033107

(305) 884-4900

EFFECTIVE DATE

6-14-99

ARTICLES OF INCORPORATION

ARTICLE ONE

NAME:

THE NAME OF THE CORPORATION SHALL BE: ATLAS ADVERTISING, INC.

ARTICLE TWO

**NATURE OF BUSINESS:
DIRECT SALES**

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES OF AMERICA AND THE LAWS OF THE UNITED STATES OF AMERICA AND THE LAWS OF THE STATE OF FLORIDA.

ARTICLE THREE

TERM OF EXISTENCE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE UNLESS SOONER DISSOLVED IN ACCORDANCE WITH THE LAWS OF THE STATE OF FLORIDA. THE DATE ON WHICH CORPORATE EXISTENCE SHALL BEGINIS; 06/14/1999

ARTICLE FOUR

MINIMUM CAPITAL:

**THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION SHALL BEGIN BUSINESS SHALL NOT BE LESS THAN TWO-HUNDRED FIFTY DOLLARS (\$250.00) OR SUCH GREATER AMOUNT AS MAY BE REQUIRED BY LAW. THE BEGINNING AMOUNT OF CAPITAL IS:
\$ 500.00**

ARTICLE FIVE

NUMBER OF DIRECTORS

THIS CORPORATION SHALL AT ALL TIMES HAVE AT LEAST ONE DIRECTOR WHICH A CITIZEN OR RESIDENT OF THE UNITED STATES OF AMERICA. THE STOCKHOLDERS OF THE CORPORATION MAY FROM TIME TO TIME, AND AT ANY TIME, INCREASE OR DIMINISH THE SIZE OF THE BOARD OF DIRECTORS OF THIS CORPORATION, PROVIDED THAT THE CORPORATION SHALL AT ALL TIMES HAVE A MINIMUM OF ONE DIRECTOR.

FILED
99 JUN 17 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SIX

CLASSES OF DIRECTORS:

THE BY LAWS OF THE CORPORATION MAY PROVIDE THAT THE DIRECTORS BE DIVIDED INTO TWO OR MORE CLASSES WHOSE TERMS OF OFFICE SHALL RESPECTIVELY EXPIRE AT DIFFERENT TIMES, PROVIDED THAT NO SUCH TERMS SHALL CONTINUE LONGER THAN THREE (3) YEARS, AND PROVIDED FURTHER THAT AT LEAST ONE-FOURTH IN NUMBER OF DIRECTORS SHALL BE ELECTED ANNUALLY.

ARTICLE SEVEN

THIS CERTIFICATE OF INCORPORATION MAY BE AMENDED IN ANY MANNER CONSISTENT WITH THE LAWS OF THE STATE OF FLORIDA.

ARTICLE EIGHT

CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE SHARES OF STOCK AS FOLLOWS:

- A. DESIGNATION: THE STOCK OF THIS CORPORATION SHALL BE KNOWN AS COMMON STOCK.**
- B. AUTHORIZED: THE MAXIMUM NUMBER OF SHARES OF COMMON STOCK THAT THIS CORPORATION MAY ISSUE IS 50 SHARES.**
- C. PAR VALUE: EACH SHARE OF COMMON STOCK SHALL HAVE THE PAR VALUE OF : NO PAR**
- D. CONSIDERATION: SHARE OF COMMON STOCK MAYBE ISSUED IN EXCHANGE FOR CASH, REAL PROPERTY, LABOR OR SERVICES RENDERED, OR ANY OF THE FOREGOING COMBINATIONS, THE JUDGMENT OF THE BOARD OF DIRECTORS AS TO THE VALUE OF ANY SUCH CONSIDERATION SHALL BE CONCLUSIVE**
- E. NONASSESABILITY: EACH SHARE OF COMMON STOCK SHALL BE ISSUED IN EXCHANGE FOR CONSIDERATION WHICH IS AT LEAST EQUAL TO THE PAR VALUE THEREOF, AND SHALL BE FULLY PAID AND NONASSESSABLE**
- F. VOTING RIGHTS: EACH SHARE OF COMMON STOCK SHALL ENTITLE THE RECORD HOLDER THEREOF TO ONE VOTE UPON EACH PROPOSAL PRESENTED AT MEETING OF THE STOCKHOLDERS OF THE CORPORATION.**
- G. ACCUMULATIVE VOTING. NO HOLDER OF COMMON STOCK SHALL BE ENTITLED TO ANY RIGHT OF ACCUMULATIVE VOTING.**

H. DIVIDENDS: RECORD HOLDERS OF COMMON STOCK ARE ENTITLED TO RECEIVE THEIR PRO-RATA SHARE OF ANY ASSETS OF THIS CORPORATION REMAINING AFTER PAYMENT OF ALL CORPORATE DEBTS AND OBLIGATIONS.

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

IN PURSUANCE OF CHARTER 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT.

FIRST THAT ATLAS ADVERTISING, INC.
DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPAL OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION AT THE CITY
OF HIALEAH.

COUNTY OF: MIAMI-DADE, STATE OF FLORIDA, HAS NAMED REGISTERED AGENT
ALEX SANTEIRO.

LOCATED AT: 6915 WEST 10 AVE, HIALEAH, FL. 33014
COUNTY OF: MIAMI DADE, STATE OF: FLORIDA

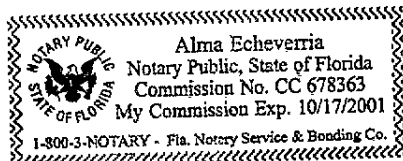
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

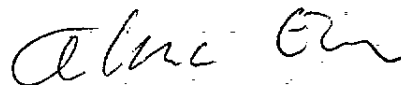
ACKNOWLEDGMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.


ALEX SANTEIRO
(REGISTERED AGENT)


NOTARY PUBLIC





REGISTERED AGENT

SUBSCRIBER INITIAL DIRECTOR AND

INITIAL PRINCIPAL OFFICE

THE UNDERSIGNED INDIVIDUAL, A UNITED STATES CITIZEN OR RESIDENT COMPETENT TO CONTRACT EXECUTES THIS CERTIFICATE OF INCORPORATION AS SOLE SUBSCRIBER, INITIAL DIRECTOR, AND FIRST REGISTERED AGENT. THE UNDER-SIGNED INDIVIDUAL SHALL HOLD OFFICE AS A DIRECTOR AND REGISTERED AGENT UNTIL HIS SUCCESSORS HAVE QUALIFIED, FOLLOWING THEIR ELECTION OR APPOINTMENT. THE STREET ADDRESS OF SUCH INDIVIDUAL SHALL BE THE INITIAL STREET ADDRESS IN FLORIDA OF THE PRINCIPAL OFFICE OF THIS CORPORATION. THIS CORPORATION MAY CHANGE IS REGISTERED AGENT AND PRINCIPAL OFFICE AT ANY TIME.

SUBSCRIBER/ REGISTERED AGENT:

NAME: _ALEX SANTEIRO__ (51 %)

SS#: _594-16-6063_

STREET ADDRESS/ PRINCIPAL OFFICE: _6915 W. 19 AVE HIALEAH, FL. 33014

DIRECTOR:

NAME: _GENTRY L. JACKSON__ (40%)

SS#: _267-63-8399_

TREASURER NAME: _ELIA SANTEIRO __ (9%)

SS# _267-72-0517_

IN WITNESS WHEREOF THE UNDERSIGNED SUBSCRIBER DOES, MAKE SUBSCRIBE, ACKNOWLEDGE AND FILE THIS CERTIFICATE FOR THE PURPOSE OF FORMING A CORPORATION FOR PROFIT UNDER THE LAWS OF THE STATE OF FLORIDA.

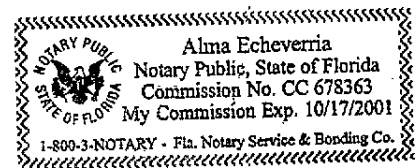
DATE: 06-14-1999 SIGNATURE: 

STATE OF FLORIDA/COUNTY OF DADE
BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED, ALEX SANTEIRO & GENTRY L. JACKSON TO ME WELL KNOWN, AND KNOWN TO ME THE INDIVIDUAL DESCRIBED IN, AND WHO EXECUTED THE FOREGOING CERTIFICATE OF INCORPORATION, AND WHO ACKNOWLEDGE BEFORE ME THAT THE SAME WAS EXECUTED FOR THE PURPOSE THEREIN EXPRESSED.

IN WITNESS WHEREOF I HAVE HEREUNTO AFFIXED MY HAND AND OFFICIAL SEAL, AT HIALEAH, DADE COUNTY, FLORIDA.

DATE: 06-14-1999

ALMA ECHEVERRIA
NOTARY PUBLIC



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: ATLAS ADVERTISING, INC.

2. The name and address of the registered agent and office is:

ALEX SANTEIRO

(Name)

6915 West 10 Ave

(P.O. Box not acceptable)

HIALEAH, FL. 33014

(City/State/Zip)

FILED
99 JUN 17 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this 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.


(Signature)

6/14/99

(Date)

99000059200

TRANSMITTAL LETTER

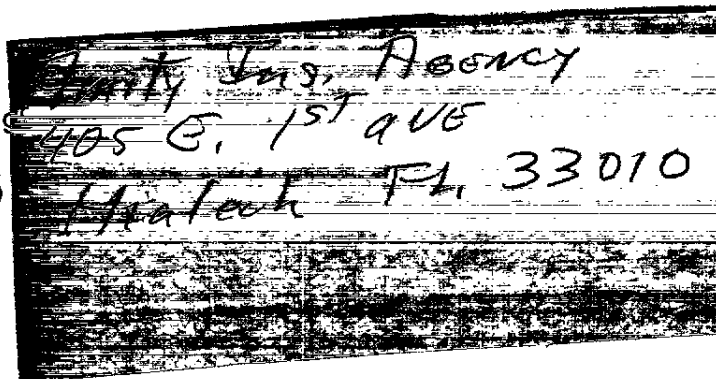
Department of State
Division of Corporations
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Tallahassee, FL 32314

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(Proposed corporate name - must include suffix)

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for :

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Mail To

FROM: ALEX SANTEIRO
Name (printed or typed)
6915 West 10 Ave
Address
HIALEAH, FL. 33014
City, State & Zip
305-884-4900
Daytime Telephone number

EFFECTIVE DATE
6-14-99

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TALLAHASSEE, FLORIDA

T BROWN JUN 30 1999

NOTE: Please provide the original and one copy of the articles.

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 22, 1999

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405 E. 1ST AVENUE
HIALEAH, FL 33010

SUBJECT: ATLAS ADVERTISING, INC.
Ref. Number: W99000014444

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Teresa Brown
Corporate Specialist

Letter Number: 499A00033107

(305) 884-4900

EFFECTIVE DATE

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ARTICLES OF INCORPORATION

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NAME:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SIX

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

.....
IN PURSUANCE OF CHARTER 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT.

FIRST THAT ATLAS ADVERTISING, INC.
DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION AT THE CITY OF HIALEAH.

COUNTY OF: MIAMI-DADE, STATE OF FLORIDA, HAS NAMED REGISTERED AGENT

ALEX SANTEIRO.

LOCATED AT: 6915 WEST 10 AVE, HIALEAH, FL. 33014

COUNTY OF: MIAMI DADE, STATE OF: FLORIDA

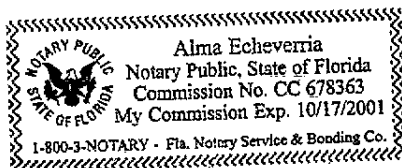
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

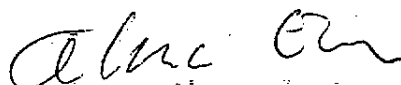
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ACKNOWLEDGMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.


ALEX SANTEIRO
(REGISTERED AGENT)


NOTARY PUBLIC





REGISTERED AGENT

SUBSCRIBER INITIAL DIRECTOR AND

INITIAL PRINCIPAL OFFICE

THE UNDERSIGNED INDIVIDUAL, A UNITED STATES CITIZEN OR RESIDENT COMPETENT TO CONTRACT EXECUTES THIS CERTIFICATE OF INCORPORATION AS SOLE SUBSCRIBER, INITIAL DIRECTOR, AND FIRST REGISTERED AGENT. THE UNDER-SIGNED INDIVIDUAL SHALL HOLD OFFICE AS A DIRECTOR AND REGISTERED AGENT UNTIL HIS SUCCESSORS HAVE QUALIFIED, FOLLOWING THEIR ELECTION OR APPOINTMENT. THE STREET ADDRESS OF SUCH INDIVIDUAL SHALL BE THE INITIAL STREET ADDRESS IN FLORIDA OF THE PRINCIPAL OFFICE OF THIS CORPORATION. THIS CORPORATION MAY CHANGE IS REGISTERED AGENT AND PRINCIPAL OFFICE AT ANY TIME.

SUBSCRIBER/ REGISTERED AGENT:

NAME: _ALEX SANTEIRO__ (51 %)

SS#: _594-16-6063_

STREET ADDRESS/ PRINCIPAL OFFICE: _6915 W. 19 AVE HIALEAH, FL. 33014

DIRECTOR:

NAME: _GENTRY L. JACKSON__ (40%)

SS#: _267-63-8399_

TREASURER NAME: _ELIA SANTEIRO __ (9%)

SS# _267-72-0517_

IN WITNESS WHEREOF THE UNDERSIGNED SUBSCRIBER DOES, MAKE SUBSCRIBE,
ACKNOWLEDGE AND FILE THIS CERTIFICATE FOR THE PURPOSE OF FORMING A
CORPORATION FOR PROFIT UNDER THE LAWS OF THE STATE OF FLORIDA.

DATE: 06-14-1999

SIGNATURE:

Alex Santeiro
Gentry L. Jackson

STATE OF FLORIDA/COUNTY OF DADE

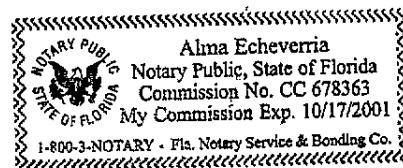
BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED, ALEX
SANTEIRO & GENTRY L. JACKSON TO ME WELL KNOWN, AND KNOWN TO ME THE
INDIVIDUAL DESCRIBED IN, AND WHO EXECUTED THE FOREGOING CERTIFICATE
OF INCORPORATION, AND WHO ACKNOWLEDGE BEFORE ME THAT THE SAME WAS
EXECUTED FOR THE PURPOSE THEREIN EXPRESSED.

IN WITNESS WHEREOF I HAVE HEREUNTO AFFIXED MY HAND AND OFFICIAL SEAL,
AT HIALEAH, DADE COUNTY, FLORIDA.

DATE: 06-14-1999

ALMA ECHEVERRIA
NOTARY PUBLIC

Alma Echeverria



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: ATLAS ADVERTISING, INC.

2. The name and address of the registered agent and office is:

ALEX SANTEIRO

(Name)

6915 West 10 Ave

(P.O. Box not acceptable)

HIALEAH, FL. 33014

(City/State/Zip)

FILED
99 JUN 17 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this 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.


(Signature)

6/14/99

(Date)