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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

big dreams auto parts, inc.

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ARTICLES OF INCORPORATION
OF BIG DREAMS AUTO PARTS, CORP.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation:

ARTICLE I
CORPORATE NAME

The name of the corporation ("Corporation") shall be BIG DREAMS AUTO PARTS, CORP.

ARTICLE II
EFFECTIVE DATE

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III
DURATION AND BEGINNING OF CORPORATE EXISTENCE

This Corporation is to exist perpetually. This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
BUSINESS ADDRESS

The principal place of business and mailing address of this corporation will be 911 East 13th Street, Hialeah, Florida 33010.

ARTICLE V

The general nature of business of this corporation is to transact any and all lawful business. More specifically, this corporation will engage in the purchase and sale of auto parts as well as provide automobile service.

ARTICLE VI
CAPITAL STOCK

The maximum number of shares this Corporation is authorized to issue is five hundred (500), all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which

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shareholders have the right to vote. The shares of stock authorized shall have a par value of one dollar (\$1.00).

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 VII BOARD OF DIRECTORS

The initial board of Directors shall consist of a total of two (2) persons and the names, addresses, and titles of the person(s) who are to serve as the initial directors are as follow:

Marlon Gerardo Morales
President
911 East 13th Street
Hialeah, Florida 33010

Jose Luis Pernia
Vice-President
911 East 13th Street
Hialeah, Florida 33010

ARTICLE VIII DIRECTORS

This Corporation shall have two (2) directors. The number of directors may be increased, or diminished, from time to time, by by-laws adopted by the stockholders.

ARTICLE IX PRINCIPAL OFFICE AND REGISTERED AGENT

The initial address of the principal office of this Corporation in the State of Florida is:

911 East 13th Street
Hialeah, Florida 33010

The Board of Directors may from time to time move the principal office of this Corporation to any other address in Florida. The Registered Agent of this Corporation shall be:

Marlon Gerardo Morales at the above address.

ARTICLE X
INITIAL CAPITAL

The amount of capital with which this Corporation shall begin business shall be \$3,000.00.

ARTICLE XI
PREEMPTIVE RIGHTS

Should any stockholder wish to dispose of his stock it shall first be offered to the remaining stockholders, at a price no greater than a bona-fide offer by any third person, and said shall be available for a period of ninety (90) days to such remaining stockholders. In the event that any of said stock is not purchased by any of the remaining stockholders within ninety (90) days of the offer, said stock may then be sold by the stockholder to a third person approved by the other shareholders.

ARTICLE XII
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon.

ARTICLE XIII

The stock of this Corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code, so that the stockholders of the Corporation may receive the benefits provided thereunder.

ARTICLE XIV
INDEMNIFICATION

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

ARTICLE XV

The names and street addresses of the persons signing these articles of incorporation are:

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Articles of Incorporation
of BIG DREAMS AUTO PARTS, CORP.
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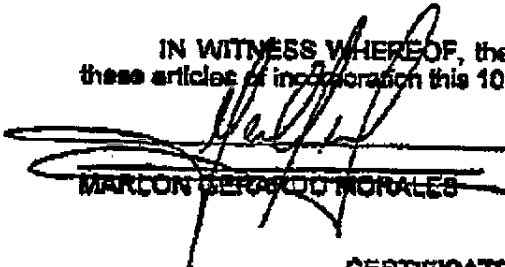
NAME
1) Marlon Gerardo Morales

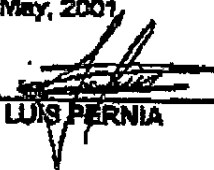
Address
911 East 13th Street,
Hialeah, Florida 33010

2) Jose Luis Pernia

911 East 13th Street
Hialeah, Florida 33010

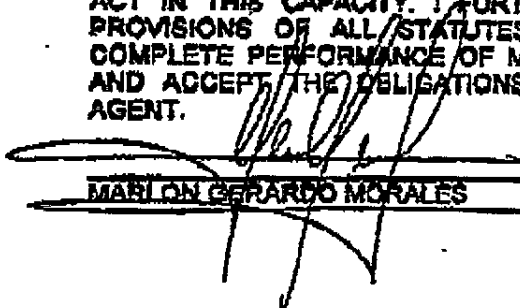
IN WITNESS WHEREOF, the undersigned incorporators have executed these articles of incorporation this 10th day of May, 2001


MARLON GERARDO MORALES


JOSE LUIS PERNIA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.


MARLON GERARDO MORALES

05/10/01
DATE

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