

PP500056075



ACCOUNT NO. : 072100000032
REFERENCE : 642541 115423A
AUTHORIZATION :
COST LIMIT : 9 PPD

ORDER DATE : July 17, 1995
ORDER TIME : 9:13 AM
ORDER NO. : 642541
CUSTOMER NO: 115423A

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-07/17/95--01036--012
****122.50 ****122.50

CUSTOMER: George Louis Garcia, Esq
GEORGE LOUIS GARCIA, ESQ

Suite 205
807 Southwest 25th Avenue
Miami, FL 33135

DOMESTIC FILING

NAME: H.O. AUTO RETAIL, INC.

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrena Randolph

EXAMINER'S INITIALS:

FILED
95 JUL 19 AM 7:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JUL 17 AM 11:21
DIVISION OF CORPORATIONS

T. BROWN JUL 20 1995

[Handwritten signature]



FLORIDA DEPARTMENT OF STATE

July 17, 1995

Sandra B. Mortham
Secretary of State

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: H. O. AUTO RETAIL, INC.
Ref. Number: W95000014367

We have received your document for H. O. AUTO RETAIL, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

Please return 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 (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 095A00034194

ARTICLES OF INCORPORATION

OF

H. O. AUTO RETAIL, INC.

Article I - Name

The name of this corporation is H. O. AUTO RETAIL, INC.

Article II - Purpose

This corporation is organized for the purposes of buying and selling automobiles and doing any and all other services allowed by law.

Article III - Capital Stock

This corporation is authorized to issue \$100 shares of US\$1.00 par value common stock. The Board of Directors may authorize the issuance of such stock to such persons upon such terms and for such consideration in cash, property or services as the Board of Directors may determine and as may be allowed by law. The just valuation of such property or services shall be fixed by the Board of Directors. All of such stock when issued shall be fully paid and exempt from assessment. This corporation may not issue more than one class of stock.

Article IV - Principal Office and Initial Registered
Office and Agent

The street address of the principal office and initial registered office of this Corporation, which are the same, and the name and address of the initial registered agent is:

George L. Garcia, Esquire
807 S.W. 25 Avenue, Suite 205
Miami, FL 33135
305/649-3322

Article VI - Board of Directors

The number of directors may be either increased or decreased from time to time as provided in the Bylaws but shall never be less than one. The following persons are directors of the Corporation until their successors are elected, and have qualified in accordance with the applicable laws of the United States and Florida:

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95 JUL 19 AM 7:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<u>Name</u>	<u>Address</u>
Orlando Horta President/Secretary	10575 S.W. 58 Street Miami, FL

Article VII - Incorporators

The name and address of the initial Incorporator (s) of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
Orlando Horta	10575 S.W. 58 Street Miami, FL

Article VIII - Powers

The Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

Article X - Indemnification

Any person made a party, or threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, and whether or not brought by or in the right of the Corporation, brought to impose any liability or penalty on such person for any act or acts alleged to have been committed (including alleged omissions or failures to act) by such person in his or her capacity as director, officer, or employee, or agent of the Corporation, or of any other corporation, partnership, joint venture, trust, or other enterprises which he or she served as such at the request of the Corporation, shall be indemnified by the Corporation, unless the conduct of such person is finally adjudged to have been grossly negligent or to constitute willful misconduct, against judgments, fines, reasonable amounts paid in settlement, and reasonable expenses including attorneys' fees actually and necessarily incurred as a result of such action, suit, or proceeding, including any appeal thereof. The Corporation shall pay such expenses, including attorneys' fees, in advance of the final disposition of any such action, suit or proceeding upon receipt of an undertaking satisfactory to the Board of Directors by or on behalf of such person to repay such amount, unless it shall ultimately be determined that he or she is entitled to indemnification by the Corporation for such expense. Indemnification hereunder shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such person.

Article XL - Duration

The duration of the corporation is perpetual, unless sooner liquidated or dissolved in accordance with law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 14th day of July, 1995.

[Signature]
Incorporator/Director

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me by and affiant is personally known to me or has produced the following identification: personally known, this 14th day of July, 1995.

My Commission expires: [Signature]
Notary Public, State of Florida
At Large

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process ^{is} George Louis Garcia at the place designated in the Articles of Incorporation, George L. Garcia agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 Fla. Stat. (1981), relative to keeping open such office until such times he shall notify the corporation of his resignation.

Dated July 14, 1995

[Signature]
George L. Garcia, Esq.

P9500056075

LAW OFFICES OF GEORGE LOUIS GARCIA
807 S.W. 25 Avenue, Suite 205, Miami, FL 33135; 305/649-3322

August 14, 1995

DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, FL 32314

Re: Amendment to Articles of Incorporation of
H.O. AUTO RETAIL, INC.

2000001562782
-08/16/95--01105--002
*****35.00 *****35.00

Dear Sir or Madam:

With regard to the above enclosed please find the Amendment plus a copy to be returned as a stamped file copy and a firm check for \$35.00 for your fee. Please review this amendment and file. Should there be any mistakes or questions please do not hesitate to contact me.

Thank you.

Sincerely,

George L. Garcia
George L. Garcia

Enclosure: \$35.00 and Amendment

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95 AUG 16 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
OFF
2-21

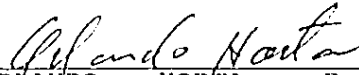
AMENDMENT

COMES NOW Orlando Horta, President and Treasurer of H.O. AUTO RETAIL, INC., a Florida Corporation with Articles of Incorporation filed July 19, 1995 with Document No. P95-000056075, and amends those Articles to add a director and change the principal address, Article IV of the Articles of Incorporation, as follows:

New Director: ANICIA RODRIGUEZ - Vice President/
Secretary
1901 N.W. South River Drive
Miami, FL 33125
305/649-4522

New Principal Address: 1901 N.W. South River Drive
Miami, FL 33125

Dated: August 7, 1995


ORLANDO HORTA, President/
Treasurer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA