EMPIRE CORP

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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name

: EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone

: (305)541-3694

Fax Number

: (305)541-3770

FLORIDA PROFIT CORPORATION OR P.A.

AUTOMOTIVE CONCEPTS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78,75

H0000000581 PRINCIPLES OF INCORPORATION

AUTOMOTIVE CONCEPTS, INC.

The undersigned hereby petition for the formation of a corporation under the laws of the State of Florida, with and under the following Charter:

ARTICLE I

The name of the corporation shall be:

AUTOMOTIVE CONCEPTS, INC.

ARTICLE II

The general nature of the business to be transacted shall be sales and solicitation of auto accessories and otherwise engage in any activity or business permitted under the laws of the United States of America and this State.

ARTICLE III

The capital stock of this corporation shall consist of 1000 shares of common stock of \$1 par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. On dissolution or liquidation of the corporation the holders of the stock shall be entitled to distribution ratable as their holdings may appear upon the stock record of the corporation.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The business and property of this corporation shall be managed by a Board of Directors consisting of (1) or more members, as may be provided By-laws.

H0000000581594-290 GERALD T. ENGEL, ESQ. 901 N. W. 22ND AVENUE MIAMI, FL (305) 649-7344

ARTICLE VI

The names and post office addresses of the first Board of Directors of this corporation, who, subject to the provisions of this Certificate, the By-laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected and have qualified, are as follows:

RAUL PRIEDE President 737 SW 99 COURT CIRCLE SOUTH MIAMI, FL. 33174

ARTICLE VII

The Registered Agent for the purpose of complying with Florida law shall be RAUL PRIEDE and the registered agent's office of this corporation shall be 737 SW 99 COURT CIRCLE SOUTH, MIAMI, FL 33174.

ARTICLE VIII

The post office address of the principal office of this corporation until otherwise determined by the stockholders or Board of Directors of this corporation branch shall be 737 SW 99 CIRCLE SOUTH, MIAMI, FL 33174 offices may be maintained at such places in the State of Florida, and in the United States of America and in foreign countries as may from time to time be authorized by the stockholders or Board of Directors of this Corporation. The books and records shall be available to shareholders during business hours.

ARTICLE IX

The name and post office address of the Subscribers of this Certificate of Incorporation and the number of shares of the capital stock of this corporation subscribed by the said Subscriber of this Certificate of Incorporation are as follows: 00000005815

H00000005815

NAME

<u>adbress</u>

NO. OF SHARES

RAUL PRIEDE

737 SW 99 COURT CIRCLE SOUTH Miami, FL 33174

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ARTICLE X

The regulations of the conduct of the affairs of this corporation, the issuance of certificate of capital stock of this corporation, the voting rights of the holders of the shares of the capital stock of this corporation, are vested in the shareholders.

IN WITNESS WHEREOF, the undersigned Subscribers have hereunto set their hands and seals in the County of Dade, State of Florida, before me on this 4Th day of February, 2000.

SWORN TO AND SUBSCRIBED before me on this 4Th day of February 2000. PRESIDENT (SEAL) PRIEDE. STATE OF FLORIDA I HERENY CERTIFY that on this day personally appeared before me, COUNTY OF DADE the undersigned authority, RAUL PRIEDE, known to be the person who executed the foregoing Certificate of Incorporation of AUTOMOTIVE CONCEPTS, INC., and he acknowledged before me that they have executed the same for the purpose therein set forth SWORN TO AND SUBSCRIBED DEFOTE me on this ATh day of February ರೀದಿಸುತ್ತಾರೆ ಪ್ರೀಡಿಗಳಿಗಳು WY Commission Breites Aug 1, 2253 Daniel to child - sheld you'd 2000. CENTO L ENGE MY COMMISSION EXPIRES

I ACCEPT DESIGNATION AS REGISTERED AGENT OF THIS CORPORATION AND

MILIAR WITH THE DUTIES REQUIRED OF ME.

prepared by: GERALD T. ENGEL, ESQ. 901 N. W. 22ND AVENUE 33125 MIAMI, FL (305) 649-7344

PAGE 3