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PARUS CORPORATE FILING SERVICE, INC.

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(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

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

1. TOTAL MOTORS RETAIL & WHOLESALE INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)



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2:00



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Photocopy



Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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*****78.75 *****78.75

Examiner's Initials

RECEIVED
00 FEB -8 AM 11:08
FILED
00 FEB -8 PM 2:54
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF INCORPORATION

The undersigned incorporate(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be:

TOTAL MOTORS RETAIL & WHOLESALE INC.

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TALLAHASSEE FLORIDA

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

75 NW 22ND AVENUE
MIAMI, FLORIDA 33125

ARTICLE III

SHARES

The number of shares which the corporation is authorized to issue and have outstanding at any time is 1000 shares of common stock, and which common stock shall have a par of \$1.00 (one dollar) per share. All stock is to be issued fully paid and exempt from assessment.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said:

First That Total Motors Retail & Wholesale Inc. , desiring to organize under the laws of the State Florida with its principal office as indicated in the articles of incorporation at City of MIAMI County of MIAMI-DADE State of Florida had name David Moya of 75 NW 22nd Avenue, MIAMI, FL 33125 of its agent to accept service of process within this state. Having been named to accept service of process for the above state corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: 

David Moya
Registered Agent

ARTICLE V

INCORPORATOR(S)

The name(s) and street address of the incorporate(s) to these Articles of Incorporation is (are):

David Moya	50% SHARES	75 NW 22 nd Avenue Miami , Florida 33125
Sulay Moreno	50% SHARES	75 NW 22 nd Avenue Miami, FL 33125

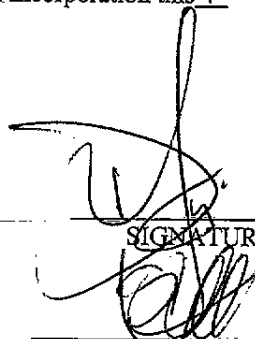
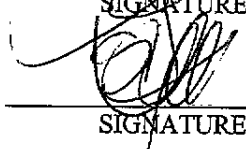
ARTICLE VI

DIRECTOR (S)

The name(s) and street address of the director(s) to these Articles of Incorporation is (are):

David Moya	PRESIDENT/TREA	75 NW 22 nd Avenue Miami , FL 33125
Sulay Moreno	V.P./SECRETARY	75 NW 22 nd Avenue Miami , FL 33125

The undersigned incorporate(s) has (have) executed these Articles of Incorporation this 4th
Day of February of 2000.


SIGNATURE

SIGNATURE
FILED
00 FEB - 8 PM 2:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA