

Division of Corporations

Page 1 of 1

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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850)922-4001

From: Account Name : MARTHA POZO-DIAZ  
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FLORIDA PROFIT CORPORATION OR P.A.

K.A.M. AUTO PARTS II, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION  
OF  
K.A.M. AUTO PARTS II, INC.

Pursuant to Section 607.0202, Florida Statutes, these articles of incorporation provide that:

ARTICLE ONE

The name of the Corporation is K.A.M. AUTO PARTS II, INC. (the "Corporation").

ARTICLE TWO

This Corporation shall have perpetual existence, and its corporate existence shall commence at the time of the filing of the Articles of Incorporation by the Department of State.

ARTICLE THREE

The Corporation shall engage in any activity of business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

The aggregate number of shares which this corporation shall have authority to issue is 100 shares of Common Stock, par value ten dollars (\$10) per share.

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**ARTICLE FIVE**

The street address of the initial Registered office of the corporation in the State of Florida is 3345 N.W. 79 Street, Miami, Florida 33184 and the name of the registered agent of this corporation at that address is Miguel A. Perez. The principal office and/or mailing address will be the same as the registered office.

**ARTICLE SIX**

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the bylaws of the corporation.

The name and street addresses of the initial director is:

Miguel A. Perez  
3345 N.W. 79 Street  
Miami, Florida

**ARTICLE SEVEN**

The name and address of the person signing these Articles of Incorporation as incorporator is:

Miguel A. Perez  
3345 N.W. 79 Street  
Miami, Florida

**ARTICLE EIGHT**

The power to adopt, alter amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

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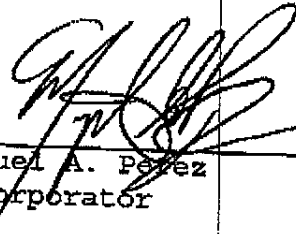
ARTICLE NINE

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE TEN

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto.

Dated: February 18, 2000

  
Miguel A. Pérez  
Incorporator

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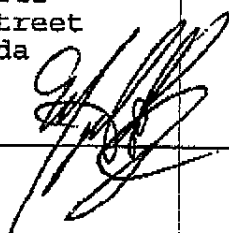
CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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: K.A.M. AUTO PARTS II, INC.
- 2. The name and address of the registered agent and office is

Miguel A. Perez  
3345 N.W. 79 Street  
Miami, Florida

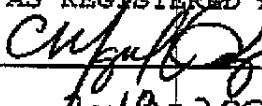
Signature: \_\_\_\_\_



Dated this 18th day of February, 2000

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: \_\_\_\_\_



Date: \_\_\_\_\_

2-18-2000

THIS INSTRUMENT PREPARED BY:  
MARTHA POZO-DIAZ, P.A.  
MARTHA POZO-DIAZ, ESQ.  
8000 WEST FLAGLER STREET, SUITE 203  
MIAMI, FLORIDA 33144

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