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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

AUTO SHOW ENTERPRISES, INC.

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ARTICLES OF INCORPORATION
OF

AUTO SHOW ENTERPRISES, INC.

The undersigned incorporator (s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be:

AUTO SHOW ENTERPRISES, INC.

The principal place of business of this corporation shall be:

**4525 N.W. 7th Street
Miami, Florida 33126**

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

100 SHARES AT 10 PER VALUE

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name (s) and street address (es) of the initial officer (s) and director (s), if any, who shall hold office the first year of the corporation's existence or until their successor (s) is (are) elected, is (are):

**ANTONIO CONDE
PRESIDENT/SECRETARY
9712 COSTA DEL SOL BLVD
MIAMI, FLORIDA 33178**

**LEONARDO DE ARMAS
VICE-PRESIDENT
9630 SW 78th STREET
MIAMI, FLORIDA 33173**

**THIS INSTRUMENT WAS PREPARED BY : S.G. GROUP
925 N.W. 27th AVENUE SUITE #208 MIAMI, FLORIDA 33125**

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ARTICLE VI INCORPORATOR (S)

The name (s) and street address (es) of the incorporator (s) to this articles of incorporation is (are):

**ANTONIO CONDE
PRESIDENT/SECRETARY
9712 COSTA DEL SOL BLVD
MIAMI, FLORIDA 33178**

**LEONARDO DE ARMAS
VICE-PRESIDENT
9630 S.W. 78th STREET
MIAMI, FLORIDA 33173**

IN WITNESS WHERE OF, the undersigned incorporator (s) has (have) executed these Articles of Incorporation this 1st day of MAY, 2000

Signature (s) of Incorporator (s)



ANTONIO CONDE, PRES./SEC.



LEONARDO DE ARMAS V. Pres.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

AUTO SHOW ENTERPRISES, INC.

2. The name and address of the registered agent and office is:

ANTONIO CONDE

(P.O. BOX NOT ACCEPTABLE)

9712 COSTA DEL SOL BLVD, MIAMI, FL 33178

SIGNATURE X 

TITLE PRESIDENT

DATE MAY 1ST, 2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE X 

DATE MAY 1ST, 2000

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