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LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

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

1. CITY MOTORS, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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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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Examiner's Initials

EFFECTIVE DATE

5-10-00

FILED

00 MAY 11 AM 10:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
CITY MOTORS, INC.**

ARTICLES I NAME

The name of this Florida corporation is:

CITY MOTORS, INC.

ARTICLE II ADDRESS

The mailing address of the Corporation is:

**CITY MOTORS, INC.
7933 VENETIAN STREET
MIRAMAR, FL. 33023**

ARTICLE III REGISTERED AGENT

The name and address of the registered agent of the Corporation is:

**ORLANDO R. VILLALONA
7933 VENETIAN STREET
MIRAMAR, FL. 33023**

ARTICLE IV. BOARD OF DIRECTORS

The name of each initial member of the Corporation's Board of Directors is:

ORLANDO R. VILLALONA 158-68-1688

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

ARTICLE V. CAPITAL STOCK

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$0.05 per share.

ARTICLE VI. INCORPORATOR

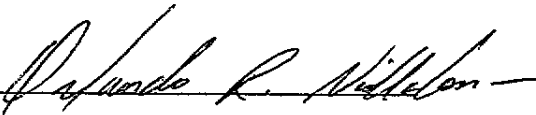
The name and address of the Incorporator is:

**ORLANDO R. VILLALONA
7933 VENETIAN STREET
MIRAMAR, FL. 33023**

ARTICLE VII. CORPORATE EXISTENCE

The corporate existence of the Corporation shall begin effective May 10, 2000.

The undersigned incorporator executed the Articles of Incorporation on May 08, 2000.

By  —

ORLANDO R. VILLALONA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT AND REGISTERED OFFICE

CORPORATION;

CITY MOTORS, INC.

REGISTERED AGENT;

**ORLANDO R. VILLALONA
7933 VENETIAN STREET
MIRAMAR, FL. 33023**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

By


ORLANDO R. VILLALONA

Dated: May 08, 2000.