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VR AUTO SALES

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 26 AM 9:20

SUBJECT: VR AUTO SALES, INC.

Enclosed is an original and one copy of the articles of incorporation and a check for \$78.75.

Additional copy of Articles enclosed.

Sincerely,


Ronald Lopez
15058 SW 63rd Street
Miami, FL 33193
305-382-6875
Fax: 305-382-3225

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EFFECTIVE DATE

6/19/00

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ARTICLES OF INCORPORATION

Of

VR Auto Sales, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be VR Auto Sales, Inc. (hereinafter called the "corporation")

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 15058 SW 63rd Street; Miami, FL 33193

ARTICLE III

EFFECTIVE DATE; PERIOD OF DURATION

These articles of Incorporation shall become effective, and the existence of the Corporation shall begin on June 19, 2000. The duration of the corporation shall be perpetual.

ARTICLE IV

GENERAL NATURE OF BUSINESS

The general nature of the Corporation's business and objects to be transacted, promoted or carried on are to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do. In general, to have and exercise any powers conferred by the laws of the State of Florida upon corporations generally, it being hereby expressly provided that the foregoing numeration of specified powers shall not be held to limit or restrict in any manner the general powers of the Corporation.

ARTICLE V

AUTHORIZED STOCK

1. The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock with no par value. The Corporation shall not have the authority to issue shares in series.
2. The whole or any part of the capital stock of the Corporation shall be payable in lawful money of the United states of America, or property, labor or services at a just valuation fixed by the Board of Directors.
3. Property, labor or services may be purchased with the capital stock of the Corporation at such valuation as may be fixed by the Board of Directors.

ARTICLE VI
REGULATION OF INTERNAL AFFAIRS

1. Meetings of Shareholders and Directors. Meetings of the shareholders and Directors of the Corporation may be held either within or outside the State of Florida at such place or places as may from time to time be designated in the By-laws or by resolution of the Board of Directors.
2. By-laws: its Board of Directors shall adopt the initial by-laws of the Corporation. The Board of Directors may amend or repeal the by-laws, or may adopt new by-laws. The by-laws may contain any provisions for the regulation or management of the Corporation, which are consistent with the laws of State of Florida and these Articles of Incorporation.
3. Compensation of Directors. The Board of Directors shall have the authority to make provisions for reasonable compensation to its members for their services as Directors and to fix the basis and conditions upon which compensation shall be paid. Any director may also serve the Corporation in any other capacity and receive compensation therefor in any form.

ARTICLE VII
BOARD OF DIRECTORS

A Board of Directors composed of not less than three people, who need not be a shareholder, shall conduct the affairs of the Corporation. The number of Directors may be increased and decreased from time to time by the by-laws, but shall never be less than three (3) persons.

ARTICLE VIII
PERFORMANCE OF BUSINESS

Such officers shall conduct the business of the Corporation and the Board of Directors may deem assistant officers as appropriate at such time and in such manner as may be prescribed by the By-laws.

ARTICLE IX
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

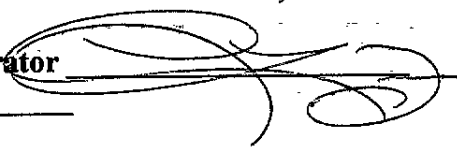
Adrian D. Neiman, Esq.
13800 SW 88th Street
Miami, FL 33186

00 JUN 26 AM 9:20

ARTICLE X
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Ronald Lopez
15058 SW 63rd Street
Miami, FL 33193

Signature/Incorporator 

Date 6/19/00

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/Registered Agent 

Date June 19, 2000