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Florida Department of State
Division of Corporations
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To: Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

CARLOS PALACIOS, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
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ARTICLES OF INCORPORATION

OF

CARLOS PALACIOS, INC.

The undersigned, for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT, hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of this corporation is: CARLOS PALACIOS, INC.

ARTICLE TWO
PRINCIPLE ADDRESS

The principle address of the Corporation is 5749-51 Rodman Street, Hollywood, Florida 33023.

ARTICLE THREE
DURATION

The term of existence of the corporation is perpetual.

ARTICLE FOUR
PURPOSE

The corporation may transact any and all lawful business for which corporation may be incorporated under the laws of the State of Florida.

- a. Specifically but not limited to Auto Painting and Repair.

ARTICLE FIVE
CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is one thousand (1000), all of which shall be common shares with a par value of One Dollar and no/cents (\$1.00) each.

ARTICLE SIX
REGISTERED OFFICE

The street address of the initial registered office of the corporation shall be 5749-51 Rodman Street, Hollywood, Florida 33023, and the name of the initial Registered Agent at such address is:

Carlos Palacios

I DO HEREBY ACCEPT THE POSITION OF REGISTERED AGENT:


Carlos Palacios

Prepared by:
Dominick Sanchez
Fla. Bar No. 0162035
4211 N.W. 2nd Terrace
Miami, Florida 33126

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ARTICLE SEVEN
PRE-EMPTIVE RIGHTS

The shareholders shall have pre-emptive rights.

ARTICLE EIGHT
DIRECTORS

7.01 The Board of Directors of the corporation shall consist of a least one (1) member.

7.02 The names and addresses of the initial directors of the first Board of Directors shall be as follows:

| <u>Name:</u> | <u>Address:</u> |
|-----------------------|--|
| Carlos Palacios | 9561 Fountainbleau Blvd.Apt. 604 Miami, Florida 33172 |
| Maria Isabel Palacios | 9561 Fountainbleau Blvd., Apt. 604 Miami, Florida 33172 |

ARTICLE NINE
OFFICERS

The names and addresses of the first officers of the corporation, shall be as follows:

| <u>Office:</u> | <u>Name:</u> | <u>Address:</u> |
|----------------|-----------------------|--|
| President | Carlos Palacios | 9561 Fountainbleau Blvd., Apt. 604 Miami, Florida 33172 |
| Vice President | Maria Isabel Palacios | 9561 Fountainbleau Blvd., Apt. 604 Miami, Florida 33172 |

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Miami, Florida 33126

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ARTICLE TEN
INCORPORATOR

The name and address of the Incorporator is:

Name:

Address:

Carlos Palacios

9561 Fountainbleau Blvd., Apt. 604
Miami, Florida 33172

IN WITNESS WHEREOF, I have subscribed my name this 9th day of August, 2000.

Carlos Palacios

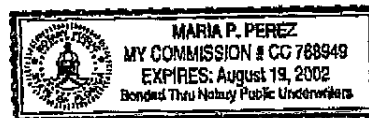
STATE OF FLORIDA
COUNTY OF DADE

Before me, the undersigned authority, personally appeared, Carlos Palacios, who identified himself by Florida Driver's License P422-100-61-029-0, and certifies the above is true and accurate.

Dated on this 9th day of August, 2000.

Maria P. Perez
Notary Public State of Florida

My Commission Expires:



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