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TRANSMITTAL LETTER

FILED

01 JAN 22 PM 12:44
CLERK OF STATE
TALLAHASSEE, FLORIDA

Hialeah, Fl. Jan. 19, 2001

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

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-01/23/01--01008--002
*****78.75 *****78.75

Subject: Superior Motors Corp.


Gentlemen:

Enclosed please find the original and one copy of the Articles
of Incorporation, as referred above, together with a money
order/48138232 in the amount of \$78.75 this represent the
cost of the filling fees and the certificate.

Please return the certificate at your convenience to corporation

director: Humberto Gonzalez
3911 N.W. 12th. Ter.
Miami, Fl.. 33126

Very Truly yours,



Alvaro V. Iglesias
95 E. 44th. St.
Hialeah, Fl. 33013

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SUPERIOR MOTORS, CORP.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby for a corporation under the Laws of the State of Florida.

ARTICLE I -Corporate Name

The name of the corporation: SUPERIOR MOTORS, CORP.

ARTICLE II -Duration

This corporation shall exist perpetually unless dissolved according to the Florida Laws.

ARTICLE III -Purpose

This corporation is organized for the purpose of engaging in any activities or business permitted under the Laws of the United States and the State of Florida.

ARTICLE IV -Capital Stock

The corporation is authorized to issue (500) shares of One Dollar (\$1.00) par value common stock, which shall be designated common shares.

ARTICLE IV -Pledge, Sale, Transfer

The pledge, sale transfer or other disposition of the capital stock may be governed and restricted By-Laws or written agreement amongst the stockholders which shall be on file in the office of the corporation. The By-Laws may provide for cumulative voting by corporation.

ARTICLE VI -Initial Address

The initial post office address and principal office of the corporation in the State of Florida shall be:

3911 N.W. 12th. Ter.
Miami, Florida, 33126

The Board of Directors may from time to time move the principal office address to any other within the State of Florida.

ARTICLE VII -Initial Board of Directors

This corporation shall have one director initially, the number of directors may increased or decreased from time to time By-Laws, but shall never be less than one. The name and address of the initial director of the corporation is as follows:

Humberto Gonzalez -President-Director

Address: 3911 N.W. 12th. Ter. Miami, Fl. 33126

ARTICLE VIII -Initial Registered Office
and Agent

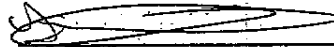
The name and address of the initial Registered Agent of the corporation is:

Humberto Gonzalez 3911 N.W. 12th. Ter.
Miami, Florida, 33126

The name and address of the person signing these Articles of incorporation is as follows:

Humberto Gonzalez 3911 N.W. 12th. Ter.
Miami, Florida, 33126

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th. day of January, 2001

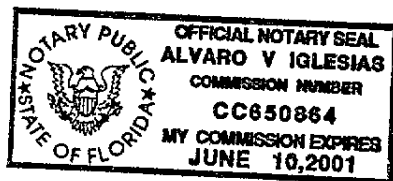


Humberto Gonzalez
President-Director

STATE OF FLORIDA)
COUNTY MIAMI-DADE)

I hereby that on this day personally appeared before me, and a officer duly authorized to take acknowledgments and administer oaths in the State of Florida, Humberto Gonzalez to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same freely and voluntary for the purpose therein expresed.

WITNESS my hand and official seal this 19th. day of January, 2001





Alvaro V. Iglesias -Notary Public-
My Commission expires: 06-10-2001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions to Section 606.325 Florida Statutes the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designing the registered office/registered agent, in the State of Florida.

1.- Name of the corporation:

SUPERIOR MOTORS, CORP.

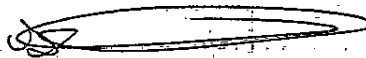
2.- The name and address of the registered agent and office is:

HUMBERTO GONZALEZ

3911 N.W. 12th. Ter.
Miami, Florida, 33126

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY 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.

MIAMI, FL. 19th. DAY OF JANUARY, 2001



Humberto Gonzalez