

TRANSMITTAL LETTER

PO1000063101

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32304

SUBJECT: My-Image Automotive Group, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

300004437893--0
-06/22/01--01091--017
*****78.75 *****78.75

Enclosed is (original and one (1) copy of the articles of incorporation and a check for :

<input type="checkbox"/> \$78.75 Filing Fee & Certificate of Status	<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certificate of Status	<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy Status	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED			

Perez, Behar: Assoc
Name (Printed or typed)

13935 NW 1st Ave
Address

Miami, FL 33168
City, State & Zip

305-688-9694
Daytime Telephone number

FILED
 01 JUN 22 AM 7:12
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

JUN 22 2001

**ARTICLES OF INCORPORATION
OF
NU-IMAGE AUTOMOTIVE GROUP, INC.**

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

ARTICLE I

The name of this corporation shall be:

NU-IMAGE AUTOMOTIVE GROUP, INC.

ARTICLE II

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

It shall have the authority to issue 100 shares of stock, all of one class, with \$ 1.00 par value.

ARTICLE IV

The corporation shall begin with \$ 100.00 capital.

ARTICLE V

The period of its duration is perpetual.

ARTICLE VI

The address of its principal office is:
11027 NW 27th Avenue
Miami, Fl. 33167

Prepared by:
Perez, Behar & Associates, PA.
13935 NW 1st Avenue
Miami, FL. 33168
(305) 688-9694

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TALLAHASSEE, FLORIDA

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ARTICLE VII

The number of directors constituting its initial Board of Directors is (1) whose name(s) and address(es) is (are):

Alexander Harris
658 NW 100th Street
Miami, FL. 33150
President

ARTICLE VIII

The name and address of the subscriber is:

Alexander Harris
658 NW 100th Street
Miami, FL. 33150

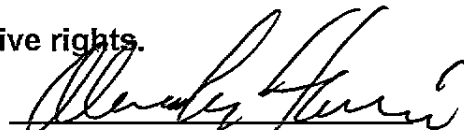
ARTICLE IX

The registered agent and registered office for the corporation shall be:

PEREZ, BEHAR & ASSOCIATES, PA.
13935 NW 1st AVENUE
MIAMI, FL. 33168

ARTICLE X

Shareholders shall be entitled to preemptive rights.


Alexander Harris

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT NU-IMAGE AUTOMOTIVE GROUP, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA HAS NAMED PEREZ, BEHAR & ASSOCIATES, PA. AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature: 

Title: PRESIDENT

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.

Signature: 
RAMON PEREZ/ VICE-PRESIDENT
PEREZ, BEHAR & ASSOCIATES, PA.

Date: 6/19/01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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