

Charter Number Only

ONLY

11/8/01

James E. Tice

Requestor's Name

10220 SW. 280th Street

Homestead, FL 33031

City

State

ZIP

Phone

305) 247-3700

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*****70.00 *****70.00

CORPORATION(S) NAME

R & R Used Auto Parts, Inc.

RECEIVED
01 NOV -6 AM 9:37
DIVISION OF CORPORATION

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call If Problem | <input type="checkbox"/> Will Wait | <input type="checkbox"/> Mail |
| <input checked="" type="checkbox"/> Walk In | <input checked="" type="checkbox"/> Pick Up | |

Name	
Availability	
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Examiner	
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Acknowledgment	

01 NOV -6 PM 1:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION

OF

R & R USED AUTO PARTS, INC.

FILED
01 NOV -6 PM 1:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a Corporation under the laws of the State of Florida:

ARTICLE 1 – NAME

The name of the Corporation is R & R USED AUTO PARTS, INC..

ARTICLE 11 – DURATION

The corporation is to commence its corporate existence on the date of subscription and acknowledgement of these Articles of Incorporation and shall perpetually exist thereafter until dissolved sooner according to law.

ARTICLE 111 – PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business. The primary purpose of which is to be a used auto parts salvage yard.

ARTICLE 1V – STATED CAPITAL

The corporation is authorized to issue 1000 shares of No Par value common stock

Each outstanding share, regardless of class, share be entitled to one (1) vote on each matter submitted to a vote at a meeting of the stockholders.

The shares of stock may be issued for such consideration having a value not less than the par value of the shares issued therefore, as is determined from time to time by the Board of Directors, to be paid in whole or in part, in cash or other property, tangible or intangible or in labor or in services actually performed for the corporation.

Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE V- BOARD OF DIRECTORS

All Corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors.

Any and all powers and duties conferred to or imposed upon the Board of Directors, by resolution of the stockholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The Corporation shall have (3) directors initially. The number of Directors may thereafter be increased or decreased from time to time in accordance with the by-laws of the Corporation.

The names and street addresses of the initial Directors who shall hold office until their successors, who shall be chosen at the first meeting of the stockholders, have qualified shall be:

NAME	ADDRESS
Ramon Ruiz, Sr	1200 W. Mowry Dr. (Rear), Homestead, Florida 33030
Ramon Ruiz, Jr.	1200 W. Mowry Dr . (Rear), Homestead, Florida 33030
Rosa M. Ruiz	1200 W. Mowry Dr. (Rear)Homestead, Florida 33030

ARTICLE VI – INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a Director, to the full extent now or hereafter permitted by law.

ARTICLE VII – BY LAWS

The power to adopt, alter, amend or repeal By Laws shall be vested in the Board of Directors and the Shareholders, but the Board of Directors may not alter, amend or repeal any By-Laws adopted by the stockholders if the stockholders provide that such By-Laws shall not be altered, amended, or repealed by the Board of Directors.

ARTICLE -VIII – AMENDMENT

The Corporation reserves the right to amend or appeal any provisions contained in these ARTICLES OF INCORPORATION, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX – INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:
James E. Tice 16220 SW 280th Street ,Homestead, Florida 33030.

ARTICLE X – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1200 W. Mowry Dr. (Rear), Homestead Florida 33030 and the name of the original registered agent of the Corporation is James E. Tice.

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 607.034, Florida Statute, the following is submitted:

First that R & R Used Auto Parts, INC desiring to organize or qualify under
the laws of the State of Florida, with its principal place of business at 1200 W. Mowry
Dr. (Rear) Homestead, 33030, State of Florida, has named James E. Tice 16220 SW 280th
Street, Homestead, Florida as its agent to accept service of process within the
State of Florida.

Signature James E. Tice

Title : Incorporator

Date October 31, 2001

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 James E. Tice

Resident Agent

Date October 31, 2001

IN WITNESS WHEREOF, The undersigned, as incorporator, does hereby
execute these ARTICLES OF INCORPORATION this 31st Day of October 2001.

Signature James E. Tice

Incorporator

Date October 31, 2001

01 NOV - 11:00 PM
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED