

OFFICE USE ONLY DOCUMENT #

LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. WM GENERAL PARTS INC.
(Corporation Name) (Document #)

800005043508
-03/05/02-01020-018
*****78.75 *****78.75

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time

2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

RECEIVED
02 MAR -5 AM 10:58
TALLAHASSEE FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
02 MAR -5 PM 1:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Examiner's Initials

ARTICLES OF INCORPORATION
WM GENERAL PARTS INC.

ARTICLE 1

The name of this corporation shall be:
WM GENERAL PARTS INC.

With the principal place of business located at:
1834 BRICKELL AVE.
Miami, Fl 33131

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by the Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida..

ARTICLE III
CAPITAL STOCK

This Corporation is authorized to issue 1.000 shares of Common Stock, par value \$1.00 (one U.S. dollar) per share.

ARTICLE IV
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this Corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

FILED
02 MAR -5 PM 1:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLE V
INITIAL REGISTERED OFFICE**

The street address of the registered office of this Corporation is:
1834 Brickell Ave.
Miami, Fl 33131

The Name of the initial REGISTERED AGENT of this Corporation is:
Walter Mattos

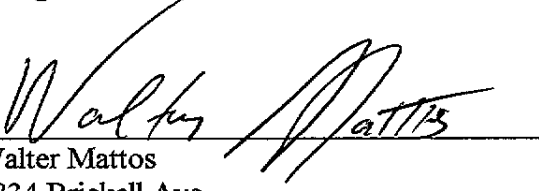
**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

This Corporation shall have 1(one) Director initially, the number of Directors may be either increased or diminished from time to time according to the bylaws, but shall never be less than one(1). The initial Directors of this Corporation is:

President -	Walter Mattos
Vice - President -	Walter Mattos
Secretary -	Walter Mattos

**ARTICLE VII
INCORPORATOR**

The name and address of the person signing this article is:



Walter Mattos
1834 Brickell Ave.
Miami, Fl 33131

**ARTICLE VIII
INDEMNIFICATION**

The Corporation shall indemnify any officer or Director, or any former officer or Director to the full extent permitted by law.

**ARTICLE IX
MANAGEMENT OF CORPORATION**

All Corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the President and the shareholders of this Corporation.

**ARTICLE X
BY LAWS**

The power to adapt, alter, amend or repeal by-laws shall be vested on the BOARD OF DIRECTORS and the SHAREHOLDER.

IN WITNESS WHEREOF, The undersigned incorporators has executed these Articles of Incorporation this 18th day of February 2002.


Walter Mattos
1834 Brickell Ave.
Miami, Fl 33131

CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

WM General Parts Inc.

DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA,
WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE COUNTY OF DADE,
STATE OF FLORIDA HAS APPOINTED:

Walter Mattos

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF:
WM General Parts Inc.

TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE
PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE
CAPACITY OF REGISTERED AGENT FOR SAID CORPORATION, AND AGREE TO
COMPLY WITH THE APPLICABLE PROVISION OF THE FLORIDA STATUTES.

THIS 18th DAY OF February, 2002

Registered Agent

Walter Mattos

FILED
02 MAR -5 PM 1:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA