

Division of Corporations

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : ANA DALMAU ARES, P.A.
Account Number : I20000000268
Phone : (305) 229-8256
Fax Number : (305) 229-8252

Please see letter
from the Dept. of
Banking & Finance
for their approval
to the use of the
requested name
for this Corporation,
attached. Thanks

FLORIDA PROFIT CORPORATION OR P.A.**BANC AMERICA AUTO SALES GROUP, INC.**

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OFFICE OF THE COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350

July 18, 2002

Mr. Milton Ares
3636 SW 87 Avenue
Miami, Florida 33165

Dear Mr. Ares:

Re: Banc America Auto Sales Group, Inc.

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Department that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,

Alex Hager
Director

AH:ker

cc: Karon Beyer, Chief, Bureau of Corporate Records
Division of Corporations, Secretary of State's Office

William T. Sims, Division of Securities and Finance
Department of Banking and Finance

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ARTICLES OF INCORPORATION
OF
BANC AMERICA AUTO SALES GROUP, INC.

THE UNDERSIGNED has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the law of the State of Florida.

ARTICLE I

The name of this corporation shall be:

BANC AMERICA AUTO SALES GROUP, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purpose proposed to be transacted and carried on by this corporation are to do any and all of the things, as fully and to the same extent as natural persons might do, viz:

PREPARED BY: ANA DALMAU ARES
3636 SW 87TH AVE.
MIAMI, FL. 33165

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Transact any and all lawful business.

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(1) Said corporation shall further have powers:

To have perpetual succession by its corporate name,

BANC AMERICA AUTO SALES GROUP, INC.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 50 shares, having an individual par value of US\$10.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The name and street address of the initial Registered Agent of this corporation shall be:

**SERGIO LOZANO
4784 SW 75TH AVE.
MIAMI, FL. 33155**

The principal office and mailing address shall be:

**4784 SW 75TH AVE.
MIAMI, FL. 33155**

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ARTICLE VI

The initial Board of Directors shall be composed by TWO (2) persons, whose names and addresses are:

SERGIO LOZANO - DIRECTOR
4784 SW 75TH AVE.
MIAMI, FL 33155

BARBARA LOZANO - SECRETARY
14935 SW 39TH STREET
MIAMI, FL. 33185

The Shareholders of the Corporation shall be as follows:

THE KING EXPRESS CA - 51% SHAREHOLDER
AVENIDA PRINCIPAL CON
BOULEVARD DE "EL CAFETAL"
C.C. CAURIMARE
LOCAL 10, 11 Y 12
CODIGO POSTAL 1061
CARACAS, VENEZUELA

SERGIO LOZANO - 49% SHAREHOLDER
4784 SW 75TH AVE.
MIAMI, FL. 33155

The name and address of the incorporator executing these Articles of Incorporation is:

SERGIO LOZANO
4784 SW 75TH AVE.
MIAMI, FL. 33155

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10TH July, 2002.


SERGIO LOZANO
DIRECTOR

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the law of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1.- The Name of the Corporation is:

BANC AMERICA AUTO SALES GROUP, INC.

2. The name and address of the Registered Agent and office is:

**SERGIO LOZANO
4784 SW 75TH AVE.
MIAMI, FL. 33155**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: _____

SERGIO LOZANO

DATE: 07-10-02

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