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**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. CARIBE PARTS DISTRIBUTORS, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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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

Examiner's Initials

**CERTIFICATE OF INCORPORATION  
CARIBE PARTS DISTRIBUTORS, INC**

**FILED**

03 MAR 21 AM 11:26

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida. Providing for the formation, rights, privileges, immunities and liabilities of Incorporation for profit.

**ARTICLE I**

The name of the corporation should be:

**CARIBE PARTS DISTRIBUTORS, INC.**

**ARTICLE II**

The corporation will engage in any activity or business Permitted under the laws of the State of Florida and the United States of America.

**ARTICLE III**

The maximum number of shares, which the corporation is Authorize to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of no par Value. All stock is to be issued as fully paid and exempt from Assessment.

**ARTICLE IV**

The pledge, sale, transfer or other disposition of the Capital stock may be governed and restricted by the by-laws Or written agreement among the stockholders which shall be On file in the office of the corporation.

**ARTICLE V**

The amount of capital with which its corporation may begin Doing business shall be not less than five hundred dollars (\$500.00).

#### ARTICLE VI

The existence of the corporation is perpetual.

#### ARTICLE VII

The initial post office address of the principal office of Corporation in the State of Florida is: **101 SW 51 PLACE, MIAMI, FL 33134.**

The board of directors may from time to time move the Principal office to any other address in the State of Florida. :  
The registered address of the corporation is: **101 SW 51 PLACE, MIAMI, FL 33134.** Registered agent at the address is

#### ARTICLE VIII

A board shall manage the business of the corporation Of directors consisting of no less than one and no more than Five directors. A quorum for the holding of a meeting of The board of directors and for the transactions of any Business, which will be properly done by the directors on Behalf of the corporation shall consist of majority of Members thereof; but the directors, by unanimous consent in Writing, included among the minutes of the corporation, may Consent to the doing of any act and such consent in writing Shall have the same force and effect as though the said act Had been done and authorized at a meeting at which a quorum Had been present, or such duties may be delegated to an Executive committee.

#### ARTICLE IX


The names and post office of the members of the first board  
Of directors and the slate of corporate officers

**ARTURO EXPOSITO**  
**PRESIDENT**  
**RAFAELA RORIGUEZ**  
**SECRETARY**

**101 SW 51 PLACE**  
**MIAMI, FL 33134**  
**101 SW 51 PLACE**  
**MIAMI, FL 33134**

Stock of the corporation may be issued pursuant  
To the provisions of section 1244 of the Internal Revenue Service  
Code, so that the stockholders of the Corporation may receive  
The benefits provided hereunder.

In witness whereof, we have hereunto set our hands and  
Seals, this MARCH 13<sup>TH</sup> 2003.

  
**RAFAELA RODRIGUEZ**  
**101 SW 51 PLACE**  
**MIAMI, FLORIDA 33134**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Pursuant to the provisions of the section 607.0501, Florida  
Statutes, the undersigned corporation, organized under the  
Laws of the State of Florida.

The name of the corporation is, **CARIBE PARTS DISTRIBUTORS,  
INC.** certify under the laws of the State of Florida, with its principal  
place of business at , City of Miami, State of Florida **named**  
**RAFAELA RODRIGUEZ** as agent to accept process in State of  
Florida County **of Miami-Dade.**

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.

x   
**RAFAELA RODRIGUEZ**  
**REGISTERED AGENT**