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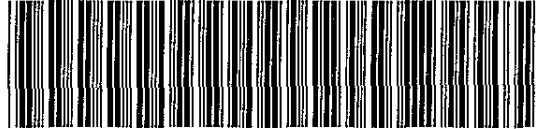
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Transmittal Letter

**Department Of State
Division Of Corporations
P.O. Box 6327
Tallahassee, Florida 32314**

Subject: "Gomez Enterprises, 2003, INC.

**Enclosed is an original and one (1) copy of the
Articles Of Incorporation and a check for: \$78.75 for
filing fee and certified copy.**

**From: CLAUDIO GOMEZ
6448 WEST 11TH LANE
HIALEAH, FLORIDA
33012.**

(305) 556-5016.

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**ARTICLES OF INCORPORATION
OF
"GOMEZ ENTERPRISES 2003", INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation hereby adopts the following Articles of Incorporation.

**ARTICLE I
(NAME)**

The name of the corporation is "Gomez Enterprises 2003", Inc.

**ARTICLE II
(Duration)**

The duration of this corporation is perpetual.

**ARTICLE III
(Purpose)**

The general purpose for which this corporation is organized is to engage in the operation of ANY AND ALL FORMS UNLIMITED, INVENTED OR TO BE INVENTED, EXISTING OR YET TO EXIST, OF AUTO PARTS AND ACCESSORIES, REPRODUCTION, PRINTING, MANUFACTURING, DISTRIBUTION, PROGRAMMING, PROMOTIONS AND ADVERTISEMENT IN ANY AND ALL FORMS, METHODS AND CAPACITIES AS AGENT, REPRESENTATIVE, MANAGEMENT, WEB SITES, PROMOTION AND ADVERTISING AGENCY, PUBLISHING, IMPRESARIO, PROMOTER, ENTREPRENEUR IN ANY AND ALL FIELDS INVOLVED WITH AUTO PARTS AND ACCESSORIES.

ARTICLE IV

(Initial registered office, registered agent, principal office and mailing address)

The street address of the initial registered office of this corporation is "Gomez Enterprises, 2003," Inc., 6448 West 11th Lane, Hialeah Florida 33012, and the name of the initial registered agent of this corporation at that address is Claudio Gomez. The principal office and mailing address of the corporation is 6448 West 11th Lane, Hialeah, Florida 33012.

ARTICLE V

(Capital Stock)

This corporation is authorized to issue 500 shares of common stock with a par value of \$ 1.00 per share.

ARTICLE VI

(Initial Board of Directors)

This corporation shall have two Directors initially. The number of Directors may be either increased or diminished from time to time by a majority of the shareholders present in person or by proxy at any annual or special meeting of the shareholders but shall never be more than (3) Directors nor less than one. The names and addresses of the initial Directors of this corporation are:

Claudio Gomez
6448 West 11th Lane
Hialeah, Florida 33012

Carmen Lillian Gomez
6448 West 11th Lane
Hialeah, Florida 33012

ARTICLE VII

(S Corporation Status)

This corporation has authorized its officers to take all action necessary to apply for Chapter Sub S corporation status.

ARTICLE VIII
(Incorporators)

The name and address of the persons signing these Articles are:

Claudio Gomez
6448 West 11th Lane
Hialeah, Florida 33012

Carmen Lillian Gomez
6448 West 11th Lane
Hialeah, Florida 33012

ARTICLE IX
(Amendment)

This corporation reserves the right, subject to the approval of persons voting not less than two-thirds majority of the outstanding fully paid and non-assessable shares of the capital stock of the corporation, to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders, is subject to this reservation.

Written Consent of Directors to Organize

The Board of Directors of **GOMEZ ENTERPRISES, 2003, INC.** a Florida NON-PROFIT CORPORATION (the "Corporation"), takes the following actions by unanimous written consent to organize the Corporation.

1. **Articles Of Incorporation:** The articles of incorporation of the Corporation are approved.
2. **Officers:** The following persons are appointed to the offices set forth opposite their names to serve until their successors are appointed:

President-CLAUDIO GOMEZ

Vice President-CARMEN LILLIAN GOMEZ

Secretary-CARMEN LILLIAN GOMEZ

Treasurer-CLAUDIO GOMEZ
3. **The bylaws** that are in the Corporate Records binder are adopted and approved as the bylaws of the Corporation.
4. **Stock Certificates:** The common stock certificates that are in the Corporate Records binder are approved as the form to be used in issuing shares of common stock of the Corporation.
5. **Bank Account:** The officers are directed to open an account with a bank or other financial institution and to deposit in that account all funds of the Corporation. All resolutions required to open an account in accordance with this paragraph are adopted as the action of the Board of Directors.

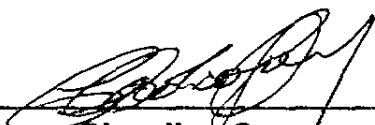
6. **Organizational And Start Up Expenditures:** The officers of the Corporation are authorized to elect to amortize organizational and qualified start-up expenditures in accordance with Sections 248 and 195 of the Internal Revenue Code, as amended.

7. **Approval Of Prior Actions:** All lawful actions by the incorporator and its representatives which were taken on behalf of the corporation prior to the effective date of this written consent are approved.


8. **Subscription For Shares Of The Corporation :** For the consideration determined by the Board of Directors to be adequate, the Corporation will issue a stock certificate for shares of the Corporation's common stock to each person named below:

<u>Shares</u>	<u>Shareholders</u>
250	Claudio Gomez
250	Carmen Lillian Gomez

The undersigned, constituting the Corporation's entire Board of Directors, executed this written consent effective as of the 21 day of July 2003.



Claudio Gomez



Carmen Lillian Gomez

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 21 day of July, 2003.



Claudio Gomez

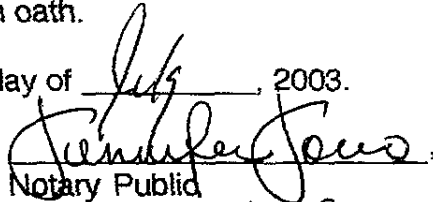


Carmen Gomez

STATE OF FLORIDA)
) S.S.
COUNTY OF DADE

On this 21 day of July, 2003, before me personally appeared Claudio Gomez and Carmen Lillian Gomez, Personally known to me and subscribed before me on this 21 day of July, 2003; and also produced a valid Driver's License who executed the foregoing instrument, and acknowledged to me that they executed the same as their free act and deed, and who did take an oath.

Sworn to before me, a Notary Public, this 21 day of July, 2003.



Notary Public
JENNIFER JORRO

Print Name



Jennifer Jorro
My Commission DD165839
Expires November 17 2006

DD165839

Certificate Number

My commission expires:

Nov. 17, 2006

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person named as initial registered agent of
"Gomez Enterprises, 2003, Inc.", Inc., accepts the obligations thereunder.

Executed this 24th day of July, 2003.



Claudio Gomez

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS 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: Gomez Enterprises, 2003, Inc.

2. The name and address of the registered agent and office is:

Claudio Gomez

(Name)

6448 West 11th Lane

(P.O. Box or Mail Drop Box NOT acceptable)

Hialeah, Florida, 33012

(city/State/Zip)

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 provision 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)

07-11-01
(Date)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA