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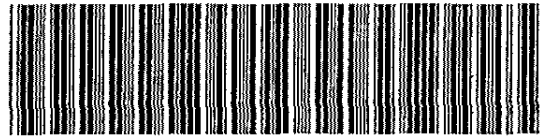
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2004 DEC 27 A 10:34

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12-28-04
11/10

LAW OFFICES
IVAN D. PIEDRAHITA, P.A.
ATTORNEY & COUNSELOR AT LAW
1868 N. UNIVERSITY DRIVE
SUITE 207
PLANTATION, FLORIDA 33321
Telephone (954) 474-0111
Telecopier (954) 474-8978

December 15, 2004

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Incorporation of GRUPCAR.COM, INC

Dear Sir/Madam:

Please find the enclosed money order in the amount of \$78.75 along with the Articles of Incorporation for incorporation of the above referenced entity.

I am enclosing a self-addressed stamped envelope for return of the Letter of Incorporation and a certified copy of the Articles of Incorporation.

Thank you for your attention and cooperation regarding this matter.

IVAN D. PIEDRAHITA, P.A.

By: 

IVAN D. PIEDRAHITA, ESQ.
For the Firm

Enclosures: As set forth herein

ARTICLES OF INCORPORATION

OF

GRUPCAR.COM, INC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation is GRUPCAR.COM, INC

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be 6870 N. AUGUSTA DRIVE, MIAMI, FL 33015.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares at 1.00 par value.

ARTICLE IV TIME

The period of the duration of this corporation is perpetual unless dissolved according to law.

ARTICLE V PURPOSE

The purpose for which the corporation is organized is to operate in any lawful business allowed in the State of Florida. The Articles of Incorporation along with the By-Laws of said corporation will govern.

ARTICLE VI DIRECTORS

The number constituting the initial Board of Directors of the corporation is three (3), and the name and address of the person who is to serve initially is:

- 1-Alexander Perez, 6870 N. Augusta Drive, Miami, FL 33015.
- 2-Alejandro Montalban, 6870 N. Augusta Drive, Miami, FL 33015.
- 3-Andreu Colacios, 6870 N. Augusta Drive, Miami, FL 33015.

ARTICLE VII

The name and address of the incorporator is:

ALEXANDER PEREZ, 6870 N.AUGUSTA DRIVE, MIAMI, FL 33015

ARTICLE VIII REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

1- ALEXANDER PEREZ, 6870 N.AUGUSTA DRIVE, MIAMI, FL 33015

IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this 15th day of December, 2004

Signature of Incorporator

Alexander Perez

State of Florida

County of Broward

The foregoing instrument was acknowledged and sworn to before me this 15th
day of December, 2004.

Notary

My Commission Expires: 9-17-2006

Prepared by: Ivan D. Piedrahita
1868 N. University Drive
Suite 207
Plantation, FL 33322
(954) 474-0111

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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.

The name of corporation is: GRUPCAR.COM, INC
6870 N.AUGUSTA DRIVE, MIAMI, FL 33015

1. The name and address of the registered agent and office is: ALEXANDER PEREZ, 6870 N.AUGUSTA DRIVE, MIAMI, FL 33015.

Signature

ALEXANDER PEREZ

Title: President

Date: December 15, 2004

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

ALEXANDER PEREZ

Date: December 15, 2004

Registered Agent Filing Fee: \$35.00

Prepared by: Ivan D. Piedrahita
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Suite 207
Plantation, FL 33322
(954) 474-0111

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TALLAHASSEE, FLORIDA

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