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TALLAHASSEE, FLORIDA

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LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

OFFICE USE ONLY

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

1. FELICIA AUTO SALE 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

ARTICLES OF INCORPORATION
OF

FELICIA AUTO SALE INC.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 FEB -7 PM 2:52

THE UNDERSIGNED incorporator does hereby make subscribe, acknowledge and file with the Department of State these Articles of Incorporation for the purpose of forming a Corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation shall be

FELICIA AUTO SALE INC.

II - GENERAL NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock authorized to be issued by this Corporation par \$1.00 Value shall be:

SHARES

PAR VALUE

1,000

\$1.00

Each of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property (other than stock or securities), or in labor or services at a fair valuation to be fixed by the incorporator or by the Board of Directors at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be nonassessable.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation shall begin business shall be no less than Five Hundred (500.00) Dollars.

ARTICLE V - TERM OF CORPORATE EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI - PRINCIPAL OFFICE

The following shall be the street address and the principal office of this Corporation, but the Corporation shall have the power to move the principal office to any other address in the state of Florida, and to establish branch Offices and other places of business at such other places within or without the State of Florida that may be deemed expedient:

2191 N.W. 24 CT
MIAMI FLORIDA. 33142

ARTICLE VII - DIRECTORS

There shall be a Board of Directors for this Corporation which shall consist of not less one (1) and not more than nine (9) directors, the number of the same to be fixed by the Corporate by-laws. Each of said Directors shall be of full age and at least one of them shall be a citizen of the of the United States. Any Director may be removed, without cause, at any annual or special meeting of the Stockholders, where a quorum is present in person or by proxy, by the affirmative vote of a majority of the outstanding stock of the Corporation entitled to vote at said meeting. Any officer of the Corporation may be removed, without cause, at any annual or special meeting of the Board of Directors, where a quorum is present, by the affirmative vote of a majority of the Directors present.

ARTICLE VIII- INITIAL BOARD OF DIRECTORS

The member(s) of the first Board of Directors are:

DIRECTORS

JULIAN M. CASTILLO

ADDRESS

2191 N.W. 24 CT
MIAMI FLORIDA. 33142

The member of the first Board of directors, unless otherwise provide by the by-laws, shall hold office for the first year of the corporate existence of until their successors are elected or appointed and have qualified.

ARTICLE IX - SUBSCRIBERS

The name and address of the subscriber(s) to these Articles of Incorporation and the number of shares subscribed thereto are:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER SHARES</u>
JULIAN M. CASTILLO	4301 S.W. 2ND TERRACE MIAMI FLORIDA, 33144	1.000

ARTICLE X - OFFICERS

The officers of this Corporation shall be a President, who shall be a Director, a Secretary and a Treasurer and such officers, agents and factors as may be deemed necessary.

All officers, agents and factors shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the by-laws or determined by the Board of Directors. Any person may hold two or more offices, except that the President shall not be also mad the Secretary or Assistant Secretary of this Corporation. The initial officers of the Corporation shall be as follow:

<u>OFFICERS</u>	<u>ADDRESS</u>
JULIAN M. CASTILLO(PRESIDENT)	4301 S.W.2ND TERR MIAMI,FL.33144
JULIAN M. CASTILOO(SECRETARY)	4301 S.W.2ND TERR MIAMI,FL.33144
FELICIA S. CASTILO(TREASURER)	4301 S.W.2ND TERR MIAMI,FL 33144

ARTICLE XI - REGISTERED AGENT

The registered agent of the Corporation shall be:

NAME

JULIAN M. CASTILLO

ADDRESS

4301 S.W. 2ND TERRACE
MIAMI FLORIDA, 33144

The registered office of the Corporation shall be:

4301 S.W. 2ND TERRACE
MIAMI FLORIDA .33144

ARTICLE XIII - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Florida, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, _____undersigned. Being each of the original subscriber (s) to the capital stock hereinabove named, for the purpose of forming a Corporation to do business both within and without the State of Florida. Under the Laws of Florida, do _____make and file these Articles. Hereby declaring and certifying that the facts herein started are true and do _____respectfully agree to take the numbers of shares hereinabove set forth, and hereunto _____hand _____and seals, this _____3_____ day of _____FEBRUARY_____, 2005



JULIAN M. CASTILLO

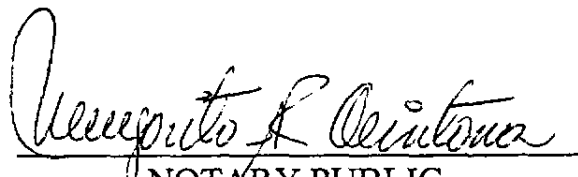
STATE OF FLORIDA)

COUNTY OF DADE) S S
)

BEFORE ME, the undersigned authority, personally appeared.

Who _____ known to me to be the person (s) described in and who execute the foregoing Articles of Incorporation, and who, after being by me first duly sworn on oath, _____ and say _____ and do _____ acknowledge before me, that the said Articles to be the act and deed of signer _____ respectively and respectfully, and the facts and matters therein set forth are true and correct.

WITHNESS my hand and official seal at Miami, Dade County, Florida, this 3 day of FEBRUARY, 2005



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 6073325, Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office/registered agent, in the State of Florida.

FELICIA AUTO SALE INC.

1. The Name Corporation is: _____

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

JULIAN M. CASTILLO

4301 S.W. 2ND TERRACE

(P.O.Box not acceptable)

MIAMI FLORIDA.33144

(City/State/Zip)

SIGNATURE: _____

(Corporate Officer)

JULIAN M. CASTILLO

TITLE: _____ PRESIDENT/SECRETARY

DATE: _____ FEBRUARY 3, 2005

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE I HEREBY AGREE TO ACT IN THIS CAPACITY AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL THE STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE: _____

JULIAN M. CASTILOO

DATE: _____ FEBRUARY 3, 2005

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TALLAHASSEE, FLORIDA