

P05000038666

CARLOS M. ALEMAN
148 N.W. 60 AVE
MIAMI, FL. 33174

(Address)

(City/State/Zip/Phone #)

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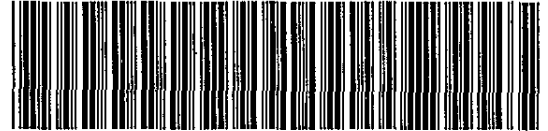
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 2, 2005

CARLOS M. ALEMAN
148 NW 60 AVE.
MIAMI, FL 33176

SUBJECT: CASTILLO AUTO REPAIRS, INC.
Ref. Number: W05000010750

We have received your document for CASTILLO AUTO REPAIRS, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Carolyn Lewis
Regulatory Specialist II
New Filings Section

Letter Number: 705A00014502



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 8, 2005

CARLOS M. ALEMAN
148 NW 60 AVE.
MIAMI, FL 33176

SUBJECT: PEDRO AUTO REPAIRS, INC.
Ref. Number: W05000010750

OF Miami

We have received your document for PEDRO AUTO REPAIRS, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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Carolyn Lewis
Regulatory Specialist II
New Filings Section

Letter Number: 705A00014502

*Please call me at 850-245-6047.
C.L.*

ARTICLES OF INCORPORATION

OF

PEDRO AUTO REPAIRS OF MIAMI, INC.

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION IS A NATURAL PERSON COMPETENT TO CONTRACT AND HEREBY A SERVICE CORPORATION FOR PROFIT UNDER CHAPTER 607 OF FLORIDA STATUTES.

ARTICLE I – NAME

THE NAME OF THE CORPORATION IS PEDRO AUTO REPAIRS OF MIAMI, INC. (HEREINAFTER, “ CORPORATION”).

ARTICLE II – PURPOSE OF BUSINESS

THE CORPORATION SHALL ENGAGE IN THE PRACTICE OF AUTO REPAIRS

ARTICLE III – PRINCIPAL OFFICE

THE ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IS 999 WEST FLAGLER, MIAMI, FL. 33010 AND MAILING ADDRESS IS THE SAME.

ARTICLE IV – INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR OF THIS CORPORATION IS:

**PEDRO E. CASTILLO
3420 N.W. 31ST AVE.
MIAMI, FL. 33142-5213**

ARTICLE V – OFFICERS

THE OFFICERS OF THE CORPORATION SHALL BE:

**PRESIDENT: PEDRO E. CASTILLO
SECRETARY: MARIA E. BLANDON
TREASURER: PEDRO E. CASTILLO
VICE PRESIDENT: PEDRO E. CASTILLO**

WHOSE ADDRESSES SHALL BE THE SAME AS THE PRINCIPAL OFFICE OF THE CORPORATION.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI – DIRECTOR(S)

THE DIRECTORS(S) OF THE CORPORATION SHALL BE:

**PEDRO E. CASTILLO
MARIA E. BLANDON**

WHOSE ADDRESSES SHALL BE THE SAME AS THE PRINCIPAL OFFICE OF THE CORPORATION

ARTICLE VII – CORPORATE

CAPITALIZATION

7.1 THE MAXIMUM NUMBER OF SHARES THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS FIVE HUNDRED (500) SHARES OF COMMON STOCK, EACH SHARE HAVING THE PAR VALUE OF ONE DOLLAR (1.00).

7.2 NO HOLDER OF SHARES OF STOCK OF ANY CLASS SHALL HAVE ANY PREEMPTIVE RIGHT TO SUBSCRIBE TO OR PURCHASE ANY ADDITIONAL SHARES OF ANY CLASS, OR ANY BONDS OR CONVERTIBLE SECURITIES OF ANY NATURE; PROVIDE, HOWEVER, THAT THE BOARD OF DIRECTOR(S) MAY, IN AUTHORIZING THE ISSUANCE OF SHARES OF STOCK OF ANY CLASS, CONFER ANY PREEMPTIVE RIGHT THAT THE BOARD OF DIRECTORS(S) MAY DEEM ADVISABLE IN CONNECTION WITH SUCH ISSUANCE.

7.3 THE BOARD OF DIRECTORS(S) OF THE CORPORATION MAY AUTHORIZE THE ISSUANCE FROM TIME TO TIME OF SHARES OF ITS STOCK OF ANY CLASS, WHETHER NOW OF HEREAFTER AUTHORIZED, OR SECURITIES CONVERTIBLE INTO SHARES OF ITS STOCK OF ANY CLASS, WHETHER NOW OR HEREAFTER AUTHORIZED FOR SUCH CONSIDERATION AS THE BOARD OF DIRECTORS(S) MAY DEEMAD VISABLE, SUBJECT TO SUCH RESTRICTIONS OR LIMITATIONS, IF ANY, AS MAY BE SET FORTH IN THE BYLAWS OF THE CORPORATION.

7.4 THE BOARD OF DIRECTORS(S) OF THE CORPORATION MAY, BY RESTATED ARTICLES OF INCORPORATION, CLASSIFY OR RECLASSIFY ANY UNISSUED STOCK FROM TIME TO TIME BY SETTING OF CHANGING THE PREFERENCES, CONVERSIONS OR THE RIGHT, VOTING POWERS, RESTRICTIONS, LIMITATIONS AS TO DIVIDENDS, QUALIFICATIONS, OR TERM OR CONDITIONS OF REDEMPTION OR THE STOCK.

ARTICLE VIII – SUB-CHAPTER S CORP.

THE CORPORATION MAY ELECT TO BE AN S CORPORATION, AS PROVIDED IN SUB-CHAPTER S OF INTERNAL REVENUE CODE OF 1986 AS AMENDED.

8.1 THE SHAREHOLDERS OF THIS CORPORATION MAY ELECT AND, IF ELECTED, SHALL CONTINUE SUCH ELECTION TO BE AN S CORPORATION AS PROVIDED IN SUB-CHAPTER S OF INTERNAL REVENUE CODE OF 1986, AS AMENDED, UNLESS THE SHAREHOLDERS OF THE CORPORATION UNANIMOUSLY AGREE OTHERWISE IN WRITING

8.2 AFTER THIS CORPORATION HAS ELECTED TO BE AN S CORPORATION, NONE OF THE SHAREHOLDERS OF THIS CORPORATION, WITHOUT THE WRITTEN CONSENT OF ALL THE SHAREHOLDERS OF THIS CORPORATION SHALL TAKE ANY ACTION, OR MAKE ANY TRANSFER OR OTHER DISPOSITION OF THE SHAREHOLDERS' SHARES OF STOCK IN THE CORPORATION, WHICH WILL RESULT IN THE TERMINATION OR REVOCATION OF SUB-CHAPTER S ELECTION TO BE AN S CORPORATION, AS PROVIDED IN SUB-CHAPTER S OF THE INTERNAL REVENUE CODE 1986, AS AMENDED.

8.3 ONCE THE CORPORATION AS ELECTED TO BE AN S CORPORATION, EACH SHARE OF STOCK ISSUED BY THIS CORPORATION SHALL CONTAIN THE FOLLOWING LEGEND:

"THE SHARES OF STOCK REPRESENTED BY THIS CERTIFICATE CAN NOT BE TRANSFERRED IF SUCH TRANSFER WOULD VOID THE ELECTION OF THE CORPORATION TO BE TAXED UNDER SUB-CHAPTER S OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED"

**ARTICLE IX – SHAREHOLDERS'
RESTRICTIVE AGREEMENT**

ALL THE SHARES OF STOCK OF THIS CORPORATION MAY BE SUBJECT TO A SHAREHOLDERS' RESTRICTIVE AGREEMENT CONTAINING NUMEROUS RESTRICTIONS ON THE RIGHT OF SHAREHOLDERS OF THE CORPORATION AND TRANSFERABILITY OF THE SHARES OF STOCK OF THE CORPORATION. A COPY OF THE SHAREHOLDERS' RESTRICTIVE AGREEMENT, IF ANY IS ON FILE AT THE PRINCIPAL OFFICE OF THE CORPORATION.

ARTICLE X – POWERS OF CORP.

THE CORPORATION SHALL HAVE THE SAME POWERS AS AN INDIVIDUAL TO DO ALL THINGS NECESSARY OR CONVENIENT TO CARRY OUT ITS BUSINESS AND AFFAIRS, SUBJECT TO ANY LIMITATIONS OR RESTRICTIONS IMPOSED BY APPLICABLE LAW OR THESE ARTICLES OF INCORPORATION.

ARTICLE XI – REGISTERED OWNERS(S)

THE CORPORATION, TO THE EXTENT PERMITTED BY LAW, SHALL BE ENTITLED TO TREAT THE PERSON IN WHOSE NAME ANY SHARE OF RIGHT IS REGISTERED ON THE BOOKS OF THE CORPORATION AS THE OWNER THERETO, OR ALL PURPOSES, AND EXCEPT AS MAY BE AGREED IN WRITING BY THE CORPORATION, THE CORPORATION SHALL NOT BE BOUND TO RECOGNIZE ANY EQUITABLE OR OTHER CLAIM TO, OF INTEREST IN, SUCH SHARE OR RIGHT ON THE PART OF ANY OTHER PERSON, WHETHER OR NOT THE CORPORATION SHALL HAVE NOTICE THEREOF. THE INITIAL ADDRESS OF REGISTERED OFFICE OF THIS CORPORATION PEDRO E. CASTILLO AT 3420 N.W. 31ST AVE., MIAMI, FL. 33142 THE NAME AND ADDRESS OF THE REGISTERED AGENT OF THIS CORPORATION IS PEDRO E. CASTILLO AT 3420 N.W. 31ST AVE. MIAMI, FL. 33142.

ARTICLE XII – BYLAWS

THE BOARD OF DIRECTOR(S) OF THE CORPORATION SHALL HAVE POWER, WITHOUT THE ASSENT OF VOTE THE SHAREHOLDERS, TO MAKE, ALTER, AMEND OR REPEAL THE BYLAWS OF CORPORATION, BUT THE AFFIRMATIVE VOTE OF A NUMBER OF DIRECTOS(S) EQUAL TO A MAJORITY OF THE NUMBER WHO WOULD CONSTITUTE A FULL BOARD OF DIRECTOR(S) AT THE TIME OF SUCH ACTION SHALL BE NECESSARY TO MAKE ANY ACTION FOR THE MAKING, ALTERATION, AMENDMENT OF REPEAL OF THE BYLAWS.

ARTICLE XIII – EFFECTIVE DATE

THESE ARTICLES OF INCORPORATION SHALL BE EFFECTIVE IMMEDIATELY UPON APPROVAL OF THE SECRETARY OF STATE OF FLORIDA.

ARTICLE XIV – AMENDMENT

THE CORPORATION RESERVES THE RIGHT TO AMEND, ALTER, CHANGE OR REPEAL ANY PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION, OR IN ANY AMENDMENT HERETO, OR TO ADD ANY PROVISION TO THESE ARTICLES OF INCORPORATION OR TO ANY AMENDMENT HERETO, IN ANY MANNER NOW OR HEREAFTER PRESCRIBED OR PERMITTED BY THE PROVISIONS OF ANY APPLICABLE STATUTE OF THE STATE OF FLORIDA, AND ALL RIGHTS CONFERRED UPON SHAREHOLDERS IN THESE ARTICLES OF INCORPORATION OR ANY AMENDMENT HERETO ARE GRANTED SUBJECT TO THIS RESERVATION.

IN WITNESS WHERE OF, I HAVE REHEUNTO SET MY HAND AND SEAL
ACKNOWLEDGED AND FILE THE FOREGOIN ARTICLES OF INCORPORATION
UNDER THE LAW OF THE STATE OF FLORIDA THIS _____.

BY: _____

CARLOS M. ALEMAN



Carlos M. Aleman
Commission #DD308858
Expires: May 27, 2008
Bonded Thru
Atlantic Bonding Co., Inc.

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF
INCORPORATION.**

**PEDRO E. CASTILLO, CHARTERES, HAVING A BUSINESS OFFICE IDENTICAL
WITH THE REGISTERED OFFICE OF THE CORPORATION NAME ABOVE, AND
HAVING BEEN DESIGNATE AS THE REGISTERED AGENT IN THE ABOVE AND
FOREGOING ARTICLES OF INCORPORATION, IS FAMILIAR WITH AND ACCEPTS
THE OBLIGATIONS OF THE POSITION OF REGISTERED AGENT UNDER THE
APPLICABLE PROVISIONS OF THE FLORIDA STATUTES.**

BY: _____

PEDRO E. CASTILLO

INCORPORATOR, REGISTERED AGENT

FILED
05 FEB 24 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA