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PICK-UP WAIT MAIL

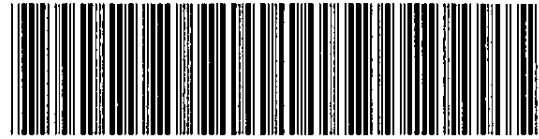
(Business Entity Name)

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RECEIVED
08 NOV 12 AM 10:54
BUREAU OF CORPORATIONS
DIVISION OF REVENUE
TALLAHASSEE, FLORIDA

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08 NOV 12 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VH

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CORPORATE FILING SERVICE

3320 SW 87TH AVENUE

MIAMI, FL 33165 (305) 552-5973

Office Use Only

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

1. FRE WAGENMOTORS USA
(Corporation Name) (Document #)
2. INC
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2.00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

Examiner's Initials

**ARTICLES OF INCORPORATION
OF**

FRE WAGENMOTORS USA INC

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TALLAHASSEE, FLORIDA

ARTICLE I

THE NAME OF THE CORPORATION IS: FRE WAGENMOTORS USA INC

ARTICLE II

THE CORPORATION MAY ENGAGE IN OR TRANSACT IN ANY OR ALL ACTIVITY OF BUSINESS PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE III

THE CORPORATION IS AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AN AGREGATE NUMBER OF TEN THOUSAND (10,000) SHARES OF ONE CLASS OF COMMON STOCK HAVING A PAR VALUE OF ONE (\$1.00) DOLLAR PER SHARE. THIS CONSIDERATION TO BE PAID FOR EACH SHARE OF STOCK SHALL BE FIXED BY THE BOARD OF DIRECTORS.

ARTICLE IV

ALL SHAREHOLDERS OF THE CORPORATION SHALL BE VESTED WITH FULL PREEMTIVE RIGHTS.

ARTICLE V

THE CORPORATION INITIAL REGISTERED AGENT AND REGISTERED OFFICE OF THE STATE OF FLORIDA IS:

**CARLOS FERNANDO RIVERA
10790 SW 88 ST, APT C-11
MIAMI, FLORIDA 33176**

THE INITIAL PRINCIPAL OFFICE IS:

**7910 NW 25TH ST STE 210
DORAL, FL 33122**

HAVING BEEN NAMED INITIAL REGISTERED AGENT FOR THIS CORPORATION, I HEREBY ACCEPT SUCH AND CONSENT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH ALL THE REQUIREMENTS OF THE LAW PERTAINING THERETO.

x



REGISTERED AGENT

ARTICLE VI

THE NUMBER OF DIRECTORS CONTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS TWO ,THE NUMER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE.

ARTICLE VII

THE NAME AND ADDRESS OF THE MEMBER OF THE BOARD OF DIRECTORS ARE


CARLOS FERNANDO RIVERA
10790 SW 88 ST, APT C-11
MIAMI, FL 33176

ARTICLE VIII

THE NAME AND ADDRESS OF THE INCORPORATOR EXECUTING THESE ARTICLES OF INCORPORATION IS:

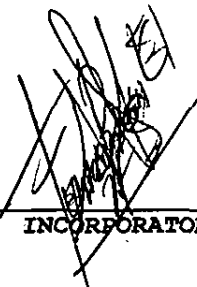
CARLOS FERNANDO RIVERA
10790 SW 88 ST, APT C-11
MIAMI, FLORIDA 33176

ARTICLE IX

THE NAMES, ADDRESS AND TILTES OF THE DIRECTOS/OFFICERS ARE

CARLOS FERNANDO RIVERA.....DIRECTOR/PRESIDENT
10790 SW 88 ST, APT C-11, MIAMI FL 33176

FRE WAGENMOTORS S.C.R. LTDA.....DIRECTOR/ VICE PRESIDENT
PROLONGACION AVENIDA EJERCITO 512-A
CERRO COLORADO AREQUIPA, PERU


X _____
INCORPORATOR

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