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95 FEB 16 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATION
P.O. BOX 6327
TALLAHASSEE, FL 32314

COMPANY NAME : CAP SUPERMARKET, INC.

FROM: CARLOS A. EGUEZ
4711 NW 79 AVE. STE 4D
MIAMI, FL 33166.

ENCLOSE: ARTICLES OF INCORPORATION,
REGISTERED AGENT AND
CHECK FOR \$75.00.

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-02/17/95--01009--009
*****75.00 *****75.00

D. BROWN FEB 17 1995

ARTICLES OF INCORPORATION
OF
CAR SUPERMARKET, INC.

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TALLAHASSEE, FLORIDA

The Undersigned, has(have) executed the following document as incorporators of the above corporation, organized under the law of the State of Florida, and all rights, duties and obligations of the undersigned as incorporators, and those of the corporation, are to be determined in accordance with the the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

CAR SUPERMARKET, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these articles of incorporation by the Department of State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address shall be:

2612 NW 27 Ave.
MIAMI, FL 33142

ARTICLE IV

The aggregate number of shares which this corporation shall have the authority to issue is the total sum of 12,000 shares, having an individual par value of \$0.01.

Unless otherwise stated in these articles, or in amendment to these articles; there shall be only one(1) class of stock of this corporation.

ARTICLE V

The general nature of the business and objects and purposes proposed to be transacted and carried out on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural people might do, viz: To engage in every aspect of buying and selling used cars as well as all kind of services related to this activity: and

(1) Transact any and all lawful business and

To make donations for the public welfare or for charity, scientific, or educational purposes;

To transact any lawful business, which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of its directors, officers, and employees and for any of the directors, officers and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenient to effect its purposes;

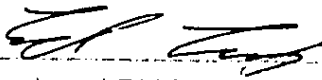
To indemnify any person who by reason of the fact that he/she is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statue S607.014.

ARTICLE VI

The initial board of directors and incorporators shall consist of a total of one person and their names and addresses as well as their duties are:

EDWIN G. CAJAS.- President\Secretary\Treasure
11800 SW 24 TERR.
MIAMI, FL 33175.

The undersigned has(have) executed these articles of Incorporation this; *2nd* day of *February*, 19*95*.


Signature\Title

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 agent\registered office, in the State of Florida.

1.- The name of the corporation is:

CAR SUPERMARKET, INC.

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

Name...: Edwin G. Cajas
Address: 11800 SW 24 Terr.
Miami, Fl 33175

Signature [Signature]
(corporate officer)

Title.... PRESIDENT

Date..... 02/15/95

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 obligation of my position as registered agent.

SIGNATURE [Signature]

DATE 02/15/95

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