

TRANSMITTAL LETTER

P95000022/48

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

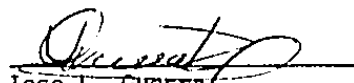
FILED
MAR 17 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: W & J Auto Repair Inc.

Please accept the enclosed data in filing for corporate status under the laws of the state of Florida. Per our telephone conversation of March 7, 1995, the selected name is available. I have enclosed an original and one (1) copy of the Articles of Incorporation, a Certificate of Designation of Registered Agent/Registered Office, and a check for One Hundred Twenty Two dollars and fifty cents (\$122.50) to cover the costs of the filing fee.

FROM: Jose L. Guerra
11115 SW 48th Street
Miami, Florida 33165
(305) 595-3734

I look forward to your response to my request.


Jose L. Guerra
President

3/20/95


ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

W & J Auto Repair, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2201 West Flagler Street
Miami, Florida 33125

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Twenty (20) shares;

These shares shall be issued at a Non-Par Value;

The shares shall be referred to as common stock and each share shall constitute one vote in the determination of the conduct of business;

The shares will originally be held by the incorporator, Jose L. Guerra, and shall be distributed at his direction.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

Purquant to F.S. 607.0202 and F.S. 607.0501(3) the following information is provided:

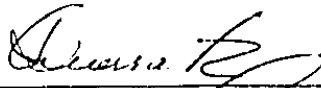
1. The incorporator, Jose L. Guerra, will serve as the initial registered agent of the corporation. The street address for the initial registered agent shall be: 11115 SW 48th Street, Miami, Florida 33165
2. Mr. Guerra has read and understands the duties listed in F.S. 607 especially in regard to the *Service of Process* and other duties of the Registered Agent of the Corporation.

ARTICLE V INCORPORATOR

Mr. Jose L. Guerra is, and will continue to be, the sole incorporator of this business venture. His address is:

Jose L. Guerra
11115 SW 48th Street
Miami, Florida 33165

The undersigned incorporator has executed these Articles of Incorporation this Tenth day of March, 1995.



Jose L. Guerra

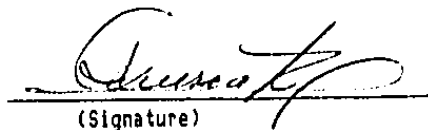
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 and 617.0501, 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.

1. The name of the corporation is: W & J Auto Repair, Inc.
2. The name and address of the registered agent and office is:

Jose L. Guerra
11115 SW 48th Street
Miami, Florida 33165

*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)

03-14-95
(Date)