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FROM: MIAMI AUTO SERVICES, INC.
C/O: JORGE E. OYARCE
159 - SW 12th AVE #11
MIAMI, FLORIDA 33130

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR 31 PM 4:19

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

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☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input 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

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ARTICLES OF INCORPORATION

OF

MAKAREN AUTO SERVICES, INC.

The undersigned subscribers to these Articles of Incorporation, do hereby accept all the rights, privileges, benefits and obligations conferred and imposed by said laws and do hereby adopt the following Articles of Incorporation.

ARTICLE ONE
NAME AND PRINCIPAL OFFICE

The name of this Corporation shall be: MAKAREN AUTO SERVICES, INC., Its business shall be carried on in Dade County, State of Florida and at such other Counties or places in the State of Florida and in the United States of America, and in foreign countries, as may from time to time be authorized by the Board of Directors. Its principal office shall be located at: 1230 S.W. 10th avenue, Miami, Florida 33129.

ARTICLE TWO
NATURE OF THE BUSINESS

The general nature of the business or businesses to be transacted are as follows:

a) To engage in any business or businesses and to execute any and/or all the powers authorized and permitted by virtue of the Corporate Law of the State of Florida and of all other states, districts, territories, commonwealth, countries or colonies.

b) To establish, conduct, operate and maintain a business entity dealing with any and all professional, semiprofessional, business, technical, trade, commercial, financial, for profit, for non-profit, to buy and sales retail and wholesales medical, dental, construction, electrical, electronics equipment supplies and other subjects pertaining or relating thereto, without any limitation whatsoever.

c) To import, export, manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in with publications, recordings, supplies, materials, merchandise, real and personal property, and services of every class, kind and description.

d) To conduct business in, have one or more offices in, and buy, hold mortgages, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida and in all other states, districts, territories, commonwealth, countries or colonies.

e) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfer of corporate property or other instruments to secure the payment of corporate indebtedness as required.

f) To purchase or sell the corporate assets of any other corporation and engage in the same or other character of business.

g) To acquire by purchase, subscription or otherwise and to receive, hold, own, guarantee, sell, assign, exchange, underwrite, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, scripts, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, choices in action and evidences of indebtedness or interest issued or created by any corporation, joint stock companies, syndicates, associations, firms, trust, or persons public or private, or by any foreign government, or by any state, city, municipality, county, territory, commonwealth, province, or other political subdivision or by any government agency, and as owners thereof to possess and exercise all rights to execute consent and vote thereon and to do any and all acts and things advisable for the preservation, protection, improvement and enhancement of value thereof.

h) To carry on any other business in the United States of America, or in any other foreign country, territory, commonwealth or political subdivision, and to have and exercise all the powers conferred by the laws, and to do any or all things herinabove set forth to the same extent as natural persons might or could do.

i) In general, to become a holding company and to establish one or more office branches, subsidiaries, representatives, intercompany relationships, conglomerates anywhere in the world.

ARTICLE THREE TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date of incorporation.

ARTICLE FOUR PURPOSE

This corporation is organized as a corporation for profit, generally engaged in the field of Export/Import, trade with automotive parts industrial and commercial heavy duty & light machines retail & wholesales, electrical and electronics equipment supplies, or any other lawful business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE FIVE
NUMBER OF DIRECTORS

The Stockholders of this corporation may, from time to time, and at any time, increase or diminish the size of the Board of Directors of this corporation, provided that the corporation shall never has less than one Director.

ARTICLE SIX
CAPITAL STOCK

This corporation is authorized to issue two classes of stock, as follows:

- A. Designation: The stock of this corporation shall be known as Common Stock and Preferred Stock.
- B. Authorized: The maximum number of Common and Preferred Stock that this corporation may issue is 1,500.shares.
- C. Par Value: Each share of Common or Preferred Stock shall have the par value of USDls.1.00 (one dollar).
- D. Consideration: Shares of Common or Preferred Stock may be issued in exchange for cash, real property, labor or services rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors, as to the value of any such consideration, shall be conclusive.
- E. Non-assessability: Each share of Common or Preferred Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non assessable.
- F. Cumulative Voting: No holder of Common or Preferred Stock shall be entitled to any right of cumulative voting.
- G. Dividends: Record holders of Common or Preferred Stock are entitled to receive their prorata shares of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.
- H. Liquidation Right: Holders of Common or Preferred Stock are entitled, in the event of the liquidation or dissolution of this corporation, to receive the prorata share of any assets of this corporation remaining after payment of all corpora debts and obligations.

ARTICLE SEVEN
SPECIAL VOTING PROVISIONS

The occurrences enumerated in these articles shall not be authorized, nor shall they have any force or effect, unless assented to in writing by the holders of the required percentage of this corporation's common stock entitled to vote at the time of the proposal of any such occurrence. For each such occurrence, the required percentage shall be as follows:

1.- For the amendment of the Articles of Incorporation:

Minimum required percentage: 51%

2.- For the sale, lease or exchange of all of this corporation's property and assets or any property or assets of this corporation:

Minimum required percentage: 51%

3.- For the merger or consolidation of this corporation into or with any other corporation:

Minimum required percentage: 51%

4.- For the voluntary dissolution of this corporation:

Minimum required percentage: 51%

ARTICLE EIGHT PRE-EMPTIVE RIGHT

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which it already holds, shall have the pre-emptive right to purchase its prorated share thereof, (as nearly as may be done without the issue of fractional shares), at the price at which it is offered to others.

ARTICLE NINE AMENDMENTS

Every amendment shall be approved by the Board of Directors, proposed to the stockholders and approved at a Stockholders' Meeting by a majority of the stock entitled to vote thereon.

ARTICLE TEN INDEMNIFICATION

The corporation shall indemnify any officer, director or employee of the corporation, and any person who was or is a director or officer of the corporation, to the full extent permitted by and as set forth in the Florida General Corporation Law.

by any officer, director or employee of the corporation, and any person who was or is a director or officer of the corporation, to the full extent permitted by and as set forth in the Florida General Corporation Law.

ARTICLE ELEVEN
INITIAL BOARD OF DIRECTORS AND
INITIAL PRINCIPAL ADDRESSES

This corporation shall have two initial directors. The number of directors may be either increased or diminished from time to time as stated herein before in Article Five. The names and addresses of the initial directors of this corporation are as follows:

PRESIDENT: Cesar Segundo Gaete Jara
1230 S.W. 10th Avenue
Miami, Florida 33129

VICE-PRESIDENT: Alba Piera Toledo
1230 S.W. 10th Avenue
Miami, Florida 33129

SECRETARY: Alba piera Toledo
1230 S.W. 10th Avenue
Miami, Florida 33129

TREASURER: Alba Piera Toledo
1230 S.W. 10th Avenue
Miami, Florida 33129

ARTICLE TWELVE
INITIAL REGISTERED OFFICE
AND REGISTERED AGENT

The address of the initial registered office of this corporation is: 1230 S.W. 10th Avenue, Miami, Florida 33129. The name of the initial registered agent of this corporation at the above address is: Cesar Segundo Gaete Jara.

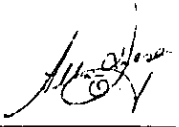
ARTICLE THIRTEEN
INITIAL SUBSCRIBER-STOCKHOLDERS
AND PRINCIPAL ADDRESSES

The and postal addresses of each subscriber-stockholder to the these Articles of Incorporator is as follows:

NAME	ADDRESS	PERCENTAGE OF SHARES
Cesar Segundo Gaete Jara	1230 SW 10th Avenue Miami, Florida 33129	51%
Alba Piera Toledo	1230 S.W. 10th Avenue Miami, Florida 33129	49%

IN WITNESS WHEREOF, the parties to these Articles of Incorporation have hereunto set their hands and seal this 21th day of March, 1995.-

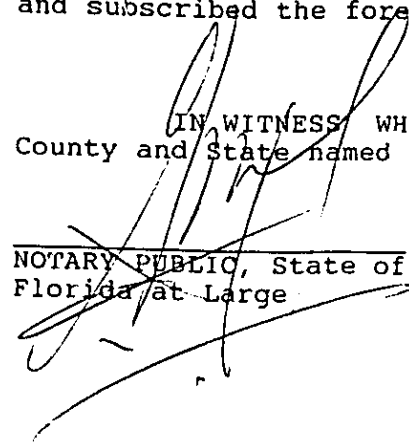
/s/ 
CESAR SEGUNDO GAETE JARA
President-Incorporator

/s/ 
ALBA PIERA TOLEDO
Vice-President Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

I HEREBY CERTIFY, that on this day, before me, a Notary Public, duly authorized in the State of Florida at large, personally appeared: Cesar Segundo Gaete Jara & Alba Piera Toledo, to me known to be the persons described as Subscribers-Incorporators and who executed and subscribed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I set my hand and official seal in the County and State named above, this 21th day of March, 1995.-


NOTARY PUBLIC, State of
Florida at Large

My Commission Expires:



(Seal)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:


FIRST: MAKAREN AUTO SERVICES, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT THE CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED
CESAR AUGUSTO GAETE JARA LOCATED AT: 1230 S.W. 10TH AVENUE, CITY OF
MIAMI, COUNTY OF DADE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE
OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I hereby
accept to act in this capacity, and agree to comply with the provisions
of all statutes relative to the proper and complete performance of my
duties.

Dated this 21th day of March, 1995, in the City of Miami,
County of Dade, State of Florida.

By:


CESAR SEGUNDO GAETE JARA
Registered Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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