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NAME: GENESIS AUTO SALES INC.
FAX AUDIT NUMBER: H95000004958
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ARTICLES OF INCORPORATION
OF
GENESIS AUTO SALES INC.

(5)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of FLORIDA.

ARTICLE I NAME

The name of the corporation shall be:
GENESIS AUTO SALES INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of FLORIDA, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of $1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be:
1020 DEL PRADO BLVD, SUITE 25
CAPE CORAL, FLORIDA 33990,
and the name of the initial Registered Agent for the corporation at that address is BORIS ACOSTA.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

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ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or

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of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

NELSON E. ACOSTA
RICARDO CHEGWIN
BORIS ACOSTA
FABIOLA ACOSTA

ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

NELSON E ACOSTA SR.
1020 DEL PRADO BLVD., SUITE 25
CAPE CORAL, FLORIDA 33990

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DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of FLORIDA. GENESIS AUTO SALES INC., a corporation organizing under the laws of the State of FLORIDA, with its principal office located at:

1020 DEL PRADO BLVD, SUITE 25
CAPE CORAL, FLORIDA 33990

NELSON E ACOSTA SR. has named:

BORIS ACOSTA
1020 DEL PRADO BLVD, SUITE 25
CAPE CORAL, FLORIDA 33990

as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

Boris Acosta

BEFORE ME, the undersigned authority, this day personally appeared BORIS ACOSTA ("Registered Agent"), at Miami County of Dade, State of Florida, who is personally known to me XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX and who XXX/did not take an oath and who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 1st day of May, 19 95.

(SEAL)

OFFICIAL NOTARY SEAL
[illegible] OLAVARRIETA
COMMISSION NUMBER
CC401238
MY COMMISSION EXP.
OCT. 12,1998

NOTARY PUBLIC STATE OF FLORIDA

[illegible signature]
Notary Public
State of
My Commission Expires:

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IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 1ST day of MAY, 1995.

Incorporator:

____

The foregoing instrument was executed and acknowledged before me at Miami, County of Dade, State of Florida, this 1st day of May, 1995 by NESTOR E ACOSTA SR. ("Incorporator"), who is personally known to me XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX and who XXX/did not take an oath.

____
Notary Public
State of ________________
My Commission Expires:
____

(SEAL)

NOTARY PUBLIC STATE OF FLORIDA
OFFICIAL NOTARY SEAL
RENE CLAVAREZA
COMMISSION NUMBER
CC401236
MY COMMISSION EXP.
OCT. [illegible]

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TALLAHASSEE, FLORIDA

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