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P95000035052

April 26, 1995

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Articles of Incorporation  
Truck Equipment Corporation, Inc.

Gentlemen:

Enclosed please find Articles of Incorporation, a check for same and a Fed-Ex Airbill for return mailing. If you have any questions or problems, please feel free to contact me at (305) 233-0893 or (305) 232-0564. Thank you.

*Carole Martell*  
Carole Martell  
14820 S.W. 159 Street  
Miami, Florida 33187

Enclosures:

Articles of Incorporation  
Check for Incorporation  
FedEx Return Airbill

*Carole Martell gave auth  
to add the prin. office 5/3/95*

E00001467456  
-04/27/95--01116--019  
\*\*\*\*122.50 \*\*\*\*122.50

*PMC  
5/3/95*

*13727 SW 152 St.  
Ste 382  
Miami, FL 33177-1106*

EFFECTIVE DATE  
4-25-95

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 APR 27 PM 3:34

FILED

**ARTICLES OF INCORPORATION  
OF  
TRUCK EQUIPMENT COMPANY, INC.**

**FILED**

95 APR 27 PM 3:34

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned desiring to form a corporation under the provisions of Chapter 607 of the Florida Statutes, and all Acts amendatory thereto, hereby make, subscribe and acknowledge before a Notary Public and file with the Department of State of Florida, Articles of Incorporation, as follows:

**I.**

The name of the corporation shall be:

**TRUCK EQUIPMENT COMPANY, INC.**  
13727 S.W. 152 Street, Suite 382  
Miami, Florida 33177-1106

**EFFECTIVE DATE**

4-25-95

**II.**

The general nature of the business or businesses to be transacted by this corporation shall be:

- 1) To engage in any activity or transact any business permitted under the laws of the United States and of the State of Florida.
- 2) To make and enter into all kinds of contracts, agreements and obligations by or with any person or persons, entity or entities, involving the buying and selling of truck and automobile parts, equipment and supplies, etc., and generally with full power to perform any and all acts connected therewith or arising therefrom, or incidental thereto; to act as agent or representative of corporations, firms, entities and individuals.

**III.**

The corporation shall have perpetual existence commencing April 25, 1995.

**IV.**

The maximum number of authorized shares outstanding at any one time shall be:

1,000 shares of the part value of \$4.00 per share.

**V.**

The street address of the initial Registered Office of this Corporation is:

14820 S.W. 159 Street, Miami, Florida 33187

and the initial Registered Agent of this Corporation at that address is:

SERGIO M. MARTELL

**VI.**

The number of Directors constituting the initial Board of Directors shall be:

NOT LESS THAN ONE (1) NOR MORE THAN FIVE (5).

The number of Directors may be either increased or diminished (but never to less than one) from time to time in the manner provided in the by-laws.

**VII.**

The name and street address of each member of the first Board of Directors of the Corporation is as follows:

SERGIO M. MARTELL

14820 S.W. 159 Street  
Miami, Florida 33187

GUILLERMO GUSTAVO RINALDI

Moyetones Avenue & 4th Street  
Bays # 3 & 4  
Industrial Zone III  
Barquistimeto, Lara, Venezuela

CAROLE A. MARTELL

14820 S.W. 159 Street  
Miami, Florida 33187

VIII.

No contract or other transaction between this corporation and any other corporation or entity shall be affected or invalidated by the fact that any one or more of the Directors of this Corporation is or are interested in, or is a director, officer or fiduciary, or are directors, officers or fiduciaries, of such other corporation or entity.

X.

The names and street address of the first Officers of the corporation are as follows:

SERGIO M. MARTELL  
PRESIDENT

14820 S.W. 159 Street  
Miami, Florida 33187

GUILLERMO GUSTAVO RINALDI  
VICE PRESIDENT

Moyetones Avenue & 4th Street  
Bays # 3 & 4  
Industrial Zone III  
Barquistimeto, Lara, Venezuela

CAROLE A. MARTELL  
SECRETARY/TREASURER

14820 S.W. 159 Street  
Miami, Florida 33187

X.

The name and street address of each Incorporator is as follows:

SERGIO M. MARTELL, 14820 S.W. 159 Street, Miami, Florida 33187

GUILLERMO GUSTAVO RINALDI, Moyetones Avenue & 4th Street  
Bays # 3 & 4, Industrial Zone III, Barquistimeto, Lara, Venezuela  
CAROLE A. MARTELL, 14820 S.W. 159 Street, Miami, Florida 33187

XI.

The corporation shall indemnify to the full extent permitted by law any officer or director in office when such indemnity is requested and shall similarly indemnify any former officer or director.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this  
25<sup>th</sup> day of April, 1995.

  
SERGIO M. MARTELL

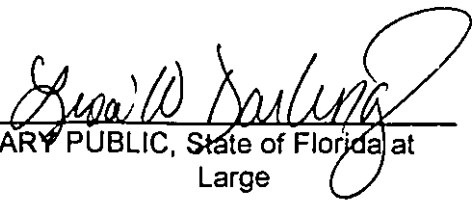
  
GUILLERMO GUSTAVO RINALDI

  
CAROLE A. MARTELL

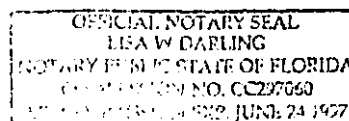
STATE OF FLORIDA     )

COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of April, 1995 by SERGIO M. MARTELL, GUILLERMO GUSTAVO RINALDI and CAROLE A. MARTELL, the incorporators executing the foregoing Articles of Incorporation.

  
NOTARY PUBLIC, State of Florida at  
Large

My Commission Expires:



**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept the service or process for the above-stated Corporation, at the place stated in the foregoing Articles of Incorporation, I hereby accept such nomination and agree to act in said capacity and agree to comply with the provisions of the Corporation Laws of Florida relative to keeping the office of the Corporation open.

  
\_\_\_\_\_  
SERGIO M. MARTELL

**FILED**

95 APR 27 PM 3:35

SECRETARY OF STATE  
TALLAHASSEE  
FLORIDA