

B

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF REVENUE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 92M2-4000

UNIVERSAL RECORDS SYSTEM
FAXING COVER
EMPLOYERS COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33136-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H95000005414))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: WORLDWIDE AUTO DISTRIBUTORS, INC.
FAX AUDIT NUMBER: H95000005414 CURRENT STATUS: REQUESTED
DATE REQUESTED: 05/15/1995 TIME REQUESTED: 10:55:36
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

when submitting this page and use it as a cover sheet
documents to the Division of Corporations. Your document cannot be processed
without the information contained on this page. Remember to type the Fax Audit
number on the top and bottom of all pages of the document.

(((H95000005414)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:08:41

FILED
95 MAY 15 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


5/15

FILED
95 MAY 15 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WORLD WIDE AUTO DISTRIBUTORS, INC.

ARTICLE I - NAME

The name of this Corporation is World Wide Auto Distributors, Inc.

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III - PURPOSE

This Corporation is organized for the transaction of any and all lawful purpose.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue five hundred shares of \$1.00 par value, which said shares shall be designated as "Common Shares"

ARTICLE V - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered and principal office of the Corporation is 12515 N. Kendall Drive, Suite 304

Miami, FL 33186

The name of the initial Registered Agent of this Corporation is, Ronald Heller

MICHAEL K. FISH, C.P.A.
12515 N. Kendall Drive
Suite 304
Miami, Florida 33186

(305) 279-8484

190492224000 P.16

10

MAY-15-1995 11:32 FROM EMPIRE

HYUNDAI

H9500005414

H9500005414

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) initial director.
The number of directors may increase from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this Corporation is:

Ronald Heller
12515 N. Kendall Drive, Suite 304
Miami, Florida 33186

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

Ronald Heller
12515 N. Kendall Drive, Suite 304
Miami, Florida 33186

ARTICLE VIII

This Corporation shall have all of the Corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend, rescind, or repeal any provisions contained in these Articles of Incorporation, and amendment thereof, and any right conferred upon the shareholders herein to this reservation.

MICHAEL K. FISH, C.P.A.
12515 N. Kendall Drive
Suite 304
Miami, Florida 33186

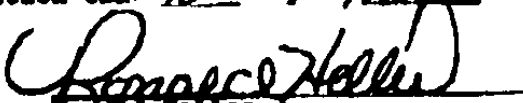
H9500005414

H9500005414

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

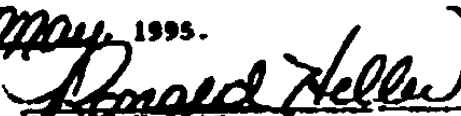
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12 day of May, 1995.


Ronald Heller

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of process for the above-stated Corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes Section 48.091 and any amendments thereto, and to comply with the provisions of all other Statutes related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand this 12 day of May, 1995.


Ronald Heller
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 MAY 15 PM 2:50

FILED

H9500005414