P95000057200

EDDIE NURIELI

915 Middle River Drive Suite 214 Ft. Lauderdale, FL 33304 Tel. (305) 564-9291 Fax. (305) 564-5725

Admitted in Florida Admitted in New York 20 Vesey Street Suite 505 New York, N.Y. 10007 Tel. (212) 267-3550 Fax. (212) 267-3803

> Please Reply to Florida Office

October 18, 1995

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: U&A Automotive, Inc.

Dear Sir/Madam:

Please find enclosed two original copies of the Articles of Amendment to the above captioned entity together with my check for the filing fees. Kindly file the same and send proof thereof to the undersigned.

Very truly yours,

EDDIE NUKIELI

EN/rm encl.

300001619163 -10/25/95--01007--005 *****35.00 *****35.00

Amend

ARTICLES OF AMENDMENT

FILED

95 OCT 23 AHII: 26

TALLAHASSEE FLOORE

OE

U&A AUTOMOTIVE, INC.

The undersigned director(s), for the purpose of amending the articles of incorporation under the Florida Business Corporation Act, hereby adopt(s) the following amendments to the Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is

U&A AUTOMOTIVE, INC.

ARTICLE II: AMENDMENTS

1. Amend to remove the name of Uri Digmi who resides at 2450 N. Powerline Road, Pompano Beach, Florida, as director and officer of the Corporation, and add the name of Naor Melamed, as the new director and President / Secretary of the Corporation, who both reside at 2450 N. Powerline Road, Pompano Beach, Florida.

Amendment adopted October 18, 1995. Amendment was adopted by the board of directors without shareholder action. Shareholder action was not required pursuant to pursuant to the provisions of Florida Statutes 607.1002.

2. Amend to remove the name of Uri Digmi who resides at 2450 N. Powerline Road, Pompano Beach, Florida, as the initial registered agent of the corporation, and add the name of Naor Melamed, who resides at 2450 N. Powerline Road, Pompano Beach, Florida as the new registered agent.

Amendment adopted October 18, 1995. Amendment was adopted by the board of directors without shareholder action. Shareholder action was not required pursuant to pursuant to the provisions of Florida Statutes 607.1002.

Naor Melamed

President

The undersigned has executed these Articles of Amendment this 18th day of October, 1995.

Naor Melamed/ Director

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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE



WORLD EXECUTIVE BUILDING, BUILE 290
35-30 NORTH STATE ROAD 7
FORT LAUDENDALE, FLORIDA 55510

JEFFREY L. WEITZ ERIC R. SCHWARTZ

EFFECTIVE UNT/95

TELEPHONE (305) 484-3844 FAX (305) 735-9594

July 21, 1995

Corporate Records Bureau Division of Corporations Department of State P. O. Box 6327 Tallahassee, Florida 32301

Re: U & A AUTOMOTIVE, Inc.

Dear Sirs:

Enclosed please find an original and two copies of the Articles of Incorporation for the above-captioned corporation. I am enclosing my check in the amount of \$122.50 representing payment of the following:

Filing fee Certified Copy of Articles	\$35.50
of Incorporation:	52.00
Designation of Resident	
Agent:	35.00

900001544-149...... -07/24/95--01073--013 ****122.50 ..****122.50

Also enclosed herein is a Certificate Designating Place of Business and Agent. Please return a certified copy of the Articles of Incorporation at your earliest opportunity.

Thank you for your cooperation in this matter.

Very Truly yours,

WEITZ & SCHWARTZ,

Eric R. Schwartz

ARTICLES OF INCORPORATION

OF

U & A AUTOMOTIVE, INC.

ARTICLE I - NAME

The name of this corporation is U & A AUTOMOTIVE, INC.

ARTICLE II - DURATION

The duration of the corporation shall be perpetual and shall commence upon the signing and acknowledging of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of One Dollar (\$1.00) par value common stock. All stock of the corporation shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954 as added by the Small Business Tax Revision Act of 1958.

All of said stock shall be payable in cash, or property, other than stock or securities, in lieu of cash, or services, at a just valuation to be determined by the Board of Directors of this corporation.

ARTICLE V - PREEMPTIVE RIGHTS

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

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this

SEFFECTIVE TANK

corporation is 2450 N. Powerline Road, Pompano Reach, FL 33069 and the name of the initial registered agent of this corporation at that address is URI DIGMI.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may either be increased or diminished 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:

URI DIGMI 2450 N. Powerline Road Pompano Beach, FL 33069

ARTICLE VIII - CORPORATE MAILING ADDRESS

The principal mailing address of the corporation is:

2450 N. Powerline Road Pompano Beach, FL 33069

ARTICLE IX - INCORPORATOR

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

URI DIGMI 2450 N. Powerline Road Pompano Beach, FL 33069

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officers or directors, or any former officers or directors, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, any any right conferred upon the shareholders is subject to this reservation.

M.

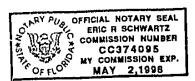
URI DIGMI

STATE OF FLORIDA

COUNTY OF BROWARD

My Commission Expires:

Notary Public



OR DOMICLE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That U & A AUTOMOTIVE, INC. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation in the City of Pompano Beach, County of Broward, State of Florida, has named URI DIGMI, located at 2450 N. Powerline Road, Pompano Beach, County of Broward, State of Florida, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

URI DIGMI

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PLICATION FLOMIDA DEPARTMENT OF									
FOR				Sandra B. Mortham Secretary of State		FILED			
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DOCUMENT # P95000057200									
U & A AUTOMOTIVE, INC.					SECRETARY OF STATE TAILAHASSEE, FLORIDA				
Principal Place of Business Mailing Address						118 18181 Atti Amiri Amiri Amiri	ul marai muu saan saan saan saan saan saan saan sa		
2450 NO, POWERLINE ROAD POMPANO BEACH FL 33069			2450 NO. POWERLINE ROAD POMPANO BEACH FL 33069						
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	ncipal Office Address. If A		ugh incorrect information and enter correction below. 3 New Mailing Office Address, If Applicable		4. Date Incorp.	orated or Qualified	07/21/1995		
Suite: Apt	#, etc		Suite, Apt #, etc			5. I'El Number			
City & State			City & State			65066575 Applied For			
Zip	Country		Zip	Countr	<u></u>	6. CERTIFICATE	OF STATUS DESIRED	58.75 Additional Fee required for a Certificate of Status	
7 ''mos	and Street Addresses of E		r Director (Flui	ada nonprofit corpora	noi in ist list ni lead			Table of Standar	
Title(s)	Name of Officers Street Address			eet Address of Each licer and/or Director se Post Office Box N	Con. (Cont. (Tim.				
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	8. Name and Addre	of Current R	nolation of the or					1510-2-96	
MELA			Assessed when		Name	9. Name and A	ddress of New Regis	Rered Agent	
MELAMED, NAOR 2450 NO. POWERLINE ROAD Street Address (P.					O Box Number is Not Acceptable)				
POMPANO BEACH FL 33069			Suite, Apl. #, Etc.						
C:,				State Zip Code					
10. It being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.									
Signature of Registered /	Ì		TOTERED AND	NT MUST SIGN			Date		
11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes No									
12 I certify that I am an officer or director or the recurver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filling this reinstatement application, the reason for dissolution has been eliminated the corporate name satisfies the requirements of section 607,0401 or 617,0401, F.S., that all tees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119,07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under eath.									
010+									
SIGNATURE: SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Dayline Phone #									

0026203 AF