

P95000057200

EDDIE NURIELI
ATTORNEY AT LAW

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Admitted in Florida
Admitted in New York

Please Reply to
Florida Office

October 18, 1995

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

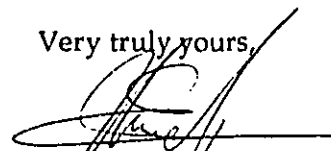
FILED
OCT 23 AM 11:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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 NURIELI

EN/rm
encl.

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

Amend

VS OCT 25 1995

ARTICLES OF AMENDMENT

OF

U&A AUTOMOTIVE, INC.

FILED
95 OCT 23 AM 11:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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 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 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

10-18-95

DATE

P4500057202

LAW OFFICES OF
WEITZ & SCHWARTZ, P.A.
WORLD EXECUTIVE BUILDING, SUITE 290
3530 NORTH STATE ROAD 7
FORT LAUDERDALE, FLORIDA 33310

JEFFREY L. WEITZ
ERIC R. SCHWARTZ

TELEPHONE (305) 484-3544
FAX (305) 735-9594

July 21, 1995

EFFECTIVE DATE
7/21/95

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

300001544149
-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, P.A.

[Handwritten signature of Eric R. Schwartz]
[Handwritten initials]

Eric R. Schwartz

ERS/mk

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

RECORDED
JUL 24 11 56 AM '51
EFFECTIVE 7/21/51

corporation is 2450 N. Powerline Road, Pompano Beach, 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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21 day of July, 1995.



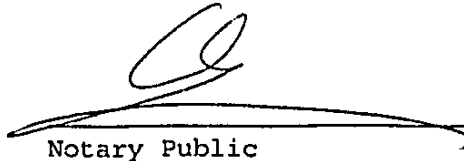
URI DIGMI

STATE OF FLORIDA

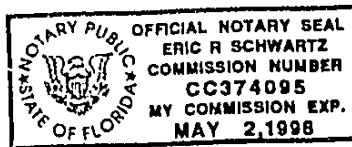
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this ___ day of July, 1995, by URI DIGMI, who is personally known to me or who has produced Fl. Driver's L. as identification and who did not take an oath.

My Commission Expires:



Notary Public



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

05 JUL 21 11 30 AM '01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED

96 SEP 23 AK 8:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **P95000057200**

1 Corporation Name
U & A AUTOMOTIVE, INC.

Principal Place of Business 2450 NO. POWERLINE ROAD POMPANO BEACH FL 33069	Mailing Address 2450 NO. POWERLINE ROAD POMPANO BEACH FL 33069
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REINSTATEMENT *96*

If above addresses are incorrect in any way line through incorrect information and enter correction below.

2. New Principal Office Address, if Applicable		3. New Mailing Office Address, if Applicable	
Suite, Apt. #, etc.	Suite, Apt. #, etc.		
City & State	City & State		
Zip	Country	Zip	Country

4. Date Incorporated or Qualified To Do Business in Florida	07/21/1995
5. FEI Number	Applied For
650606979	Not Applicable
6. CERTIFICATE OF STATUS DESIRED <input type="checkbox"/>	\$8.75 Additional fee required for a Certificate of Status

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1. Title(s)	2. Name of Officers and/or Directors	3. Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4. City / State / Zip
PSD	MELAMED, NAOR	2450 NO. POWERLINE ROAD	POMPANO BEACH FL 33069
			300001966463 -10/07/96--01032--016 ***375.00 ***375.00

NB 10-2-96

8. Name and Address of Current Registered Agent

**MELAMED, NAOR
2450 NO. POWERLINE ROAD
POMPANO BEACH FL 33069**

9. Name and Address of New Registered Agent

Name _____
Street Address (P.O. Box Number is Not Acceptable) _____
Suite, Apt. #, Etc. _____
City, State, Zip Code _____
State **FL** Zip Code _____

10. I, 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 Agent _____ Date _____
REGISTERED AGENT MUST SIGN

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes No (See other side for information on intangible tax.)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing 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 fees 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 oath.

SIGNATURE: _____
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR _____ Date _____ Daytime Phone # _____

CR2E049 (7/96)