

P95000057694

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 26 PM 1:05

LZ 7/26/95

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY NLO _____

WALK-IN 7/26 12:00
Win Pick Up

RE: GABBY'S AUTO SALES,

INC.

95 JUL 26 AM 10:10

DIVISION OF CORPORATIONS

C.C. FEE.

DISBURSED

<input checked="" type="checkbox"/> Capital Express		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> Licen. Copy (photo)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
	600001546426	
<input type="checkbox"/> Name Reservation	-07/26/95--01014--010	
<input type="checkbox"/> Annual Report/Reinstatement	*****70.00 *****70.00	
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX ()	pgs.	

SUBTOTALS	
FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts

THANK YOU

95 JUL 26 PM 1:06

ARTICLES OF INCORPORATION
OF
GABBY'S AUTO SALES, INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

GABBY'S AUTO SALES, INC

ARTICLE II

The general nature of the business to be transacted by the corporation is as follows:

- 1 - The corporation may engage in any activity or business which is permitted under the laws of the United States, the State of Florida or any other State, Country, Territory or Nation.
- 2 - And in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.
- 3 - And, further, to borrow or raise money for any purpose of the company, and to secure the same interest, or for other purposes, to mortgage all or part of the property corporeal or incorporeal rights or franchise of this company now owned or negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

500 Shares of Common Stock - Par Value \$1.00

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation. The payment thereof does not have to be at the time of issuance, provided that said shares are subject to calls thereon until the whole consideration therefore shall have been paid. All of such shares are to consist of one class only.

ARTICLE IV

The amount of capital with which this corporation shall commence business shall not be less than \$500.00.

ARTICLE V

This corporation shall commence its existence on filing, and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI

The initial address of this corporation shall be 605 N.W. 31 Ave. # B-5 Pompano Beach, Fl. 33069, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE VII

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote hereafter, determine that the corporation be managed by the stockholders.

ARTICLE VIII

The names and addresses of the first Board of Directors are as follows:

Dardo J. Torlaschi
7285 N.W. 49th Ct.
Lauderhill, Fl. 33319

Gabriela M. Muñoz
7285 N.W. 49th Ct.
Lauderhill, Fl. 33319

ARTICLE IX

The names and addresses of the Initial Officers of the corporation are as follows:

President

Dardo J. Torlaschi
2285 N.W. 49th Ct.
Lauderhill, Fl. 33319

Secretary

Gabriela M. Muñoz
7285 N.W. 49th Ct.
Lauderhill, Fl. 33319

ARTICLE X

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation, any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which will authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

ARTICLE XI

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders of the corporation.

ARTICLE XII

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

ARTICLE XIII

The name and post office address of the Subscriber, and the number of shares of stock he agrees to take is:

Dardo J. Torlaschi	
7285 N.W. 49th Ct.	100 Shares
Lauderhill, Fl 33319	

ARTICLE XIV

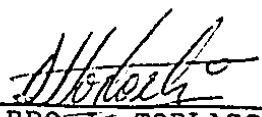
The initial registered office of the corporation shall be 605 N.W. 31 Ave. #B-5 Pompano beach, Fl. 33069. The initial registered agent of the corporation whose business office is at such address is Dardo J. Torlaschi.

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the Stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon.

ACKNOWLEDGEMENT

IN WITNESS THEREOF, I , the undersigned, being the original subscriber to the capital stock herein above named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of the State of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true and agree to take the number set forth, and here unto set my hand and seal this 30 day of JUNE, 1995


DARDO J. TORLASCHI

STATE OF FLORIDA

COUNTY OF BROWARD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUL 26 PM 1:06

BEFORE ME, the undersigned authority, personally appeared

Dardo J. Torlaschi

to me known to be the person described herewith, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State named above this 30th day of June, 1995.


WILLIAM COLLAZO

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES 2/1996
DENIED TO BY GENERAL INS. UNIT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles. I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


DARDO J. TORLASCHI