

*Travieso Corporation*

Accountants & Auditors  
1704 West Flagler St., Ste. 6 & 8  
Miami, Florida 33135. Tel. 649-7550

P95000064193

August 15th 1995.

Secretary of State  
Corporation Filing Office  
Tallahassee, Florida,

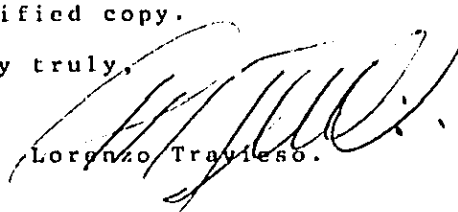
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\*\*\*\*122.50 \*\*\*\*122.50

Dear Sirs:

Please find enclosed the following documents in order to file the Articles of Incorporation of T & J AUTO SEAT COVER, INC.

1. Articles of Incorporation of T & J AUTO SEAT COVER, INC.
2. Check in the amount of \$122.50 order of - Secretary of State covering filing fees, tax and certified copy.
3. Certified copy.

Yours very truly,

  
Lorenzo Travieso.

FILED  
1995 AUG 18 AM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

T & J AUTO SEAT COVER, INC.

FILED  
F95 AUG 18 1995  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

The undersigned, in order to form a corporation for the purposes hereinafter stated by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these articles of Incorporation :

1. NAME:

The name of this Corporation is:

T & J AUTO SEAT COVER, INC.

2. DURATION:

This corporation shall have a perpetual existence.

3. PURPOSE :

This corporation is organized for the following purposes:

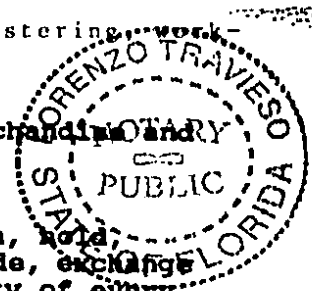
a) Engage and operate a business of upholstering, working in convertible, boat, carptes, headliner, etc,

b) To distribute and sell all kind of merchandise and wares

c) To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description whatsoever located, both tangible and intangible and including choses in action, either as owner, broker, agent or factor.

d) In the purchase or acquisition of property, business rights or in or about its business affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other entity.

e) To engage in any or all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purp-



ose of transacting any or all lawful business, both within or without the territory of the United States of America.

4. POWER.

a) This corporation shall have all the corporate - power ennumerated in the Florida General Corporation Act.

5. CAPITAL STOCK:

This corporation is authorized to issue 500 shares common stock, which shall be designated "Common Shares", at a par value of \$1.00 (ONE DOLLAR) per share.

6. PREEMTIVE RIGHTS:

Every shareholder, upon the sale of cash of any new stock of this corporation shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of transactional shares) at the price at which it is offered to others.

7. INITIAL REGISTERED OFFICE AND AGENT:

The principal place of business and registered address of this corporation is 3557 N.W. 31st. Street, Miami, Florida , 33142.

and the name of the initial registered agent of this corporation at that address is: LEANDRO OSORIO, who accepts it.

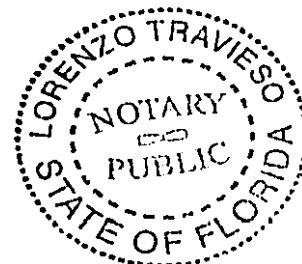
8. INITIAL BOARD OF DIRECTORS:

This corporation shall have one director initially.

The number of directors may be either increased or diminished from time to time by the By-Laws.

The names and addresses of the initial director of this corporation until the first annual meeting of shareholders or until their successors are elected and shall qualify:

NAME	ADDRESS:	TITLES:
LEANDRO OSORIO	3557 N.W. 31st. Street, Miami, Fl. 33142,	PRESIDENT.



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9. INCORPORATOR

these articles,      The name and address      of the person signing

NAME

ADDRESS

LEANDRO OSORIO      3557 SW 31st. Street, Miami, Florida, 33142. -

10. AMMENDMENTS:

This corporation reserves the right to ammend or repeal any provisions contained in these articles of incorporation or any ammendment thereto, and any rights conferred upon the share-holders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this fifteenth of August, nineteen hundred and ninety five.

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STATE OF FLORIDA

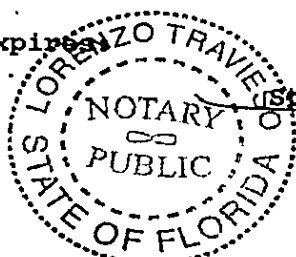
SS

COUNTY OF DADE

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set forth above, personally appeared Mr      LEANDRO OSORIO,

known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation. IN WITNESS WHEREOF, I have hereunto set my hands and affixed my official seal in the State and County aforesaid, this fifteenth of August, 1995.

My commission expires  
March 22nd. 1999.



Notary Public  
State of Florida, At Large

OFFICIAL NOTARY SEAL  
LORENZO TRAVIESO  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC45250  
MY COMMISSION EXP. MAR. 22, 1999

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT T & J AUTO SEAT COVER, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED MR. LEANDRO OSORIO, LOCATED AT 3557 N.W. 31st. Street, MIAMI, Florida, 33142. AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

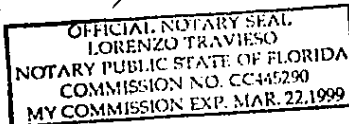
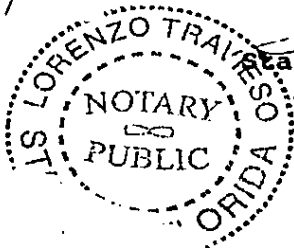
Date; August 15th -1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 COMPLET PERFORMANCE OF MY DUTIES.

Date: August 15th 1995.

SWORN AND SUBSCRIBED before me this fifteen August, 1995.

My commission expires:  
March 22nd. 1999/



SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1995 AUG 18 AM 9:44

FILED