

95000064696

NORTH MOTORS, INC.
3201 N.W. 27TH AVENUE
MIAMI, FLORIDA 33142

FILED
95 AUG 22 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 18, 1995

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

300001565213
-08/21/95--01077--015
****122.50 ****122.50

RE: NORTH MOTORS, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation together with my check in the amount of \$122.50.

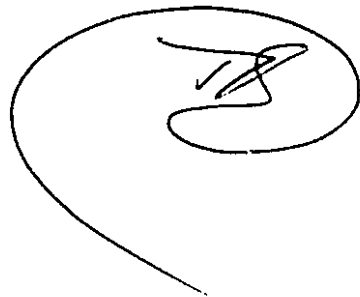
This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,



DAMARYS FIGUEROA
Registered Agent
North Motors, Inc.

8/22/95



ARTICLES OF INCORPORATION

of

NORTH MOTORS, INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

NORTH MOTORS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five hundred shares (500) of one Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	DAMARYS FIGUEROA		
ADDRESS	1401 Brickell Avenue, Suite 800		
CITY	Miami, Florida	FLORIDA	ZIP 33131

The principal office, if known, or the mailing address of the corporation is:

NAME	NORTH MOTORS, INC.		
ADDRESS	3201 N.W. 27th Avenue		
CITY	Miami,	FLORIDA	ZIP 33142

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:


NAME	SHEENA SANCHEZ, President		
ADDRESS	4260 West 18th Lane		
CITY	Hialeah, Florida	STATE Florida	ZIP 33012
NAME	NESTOR PERALTA, Vice-President		
ADDRESS	9820 S.W. 44th Street		
CITY	Miami	STATE Florida	ZIP 33165
NAME			
ADDRESS			
CITY		STATE	ZIP


ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	SHEENA SANCHEZ, President		
ADDRESS	4260 West 18th Lane		
CITY	Miami,	STATE	Florida ZIP 33012
NAME	NESTOR PERALTA, Vice-President		
ADDRESS	9820 S.W. 44th Street		
CITY	Miami	STATE	Florida ZIP 33165
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 15th day of August, 19 95.


 SHEENA SANCHEZ, President (Seal)


 NESTOR PERALTA, Vice-President (Seal)

_____ (Seal)

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

NORTH MOTORS, INC.

(name of corporation)

FILED
55 AUG 22 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:


The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 1401 Brickell Avenue, Suite 800
Miami, Florida 33131

has named DAMARYS FIGUEROA
located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(registered agent)
DAMARYS FIGUEROA

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
SEP 11 PM 12:13

NORTH MOTORS, INC.
3201 N.W. 27TH AVENUE
MIAMI, FLORIDA 33142

September 7, 1995

Secretary of State
Division of Corporations
Amendment Section
409 E. Gaines Street
Tallahassee, Florida 32399

000001582710
-09/12/95--01078--007
*****35.00 *****35.00

RE: NORTH MOTORS, INC.

Gentlemen:

Enclosed please find the original and one copy of Resignation of Officer and Affidavit of Resignation of Officer together with my check in the amount of thirty-five dollars (\$35.00). This represents the cost of the filing fee.

In order to expedite this process, I have enclosed a Federal Express Airway Bill with my account number pre-printed. I would appreciate your forwarding me the stamped copies by way of Federal Express using my airway bill which I have provided.

Thank you for your anticipated cooperation.

Very truly yours,



DAMARYS FIGUEROA
Registered Agent
North Motors, Inc.

Off Resign

SEP 13 1995

AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

FILED STATE
SECRETARY OF CORPORATIONS
95 SEP 11 PM 12:13

STATE OF FLORIDA)
 : SS:
COUNTY OF DADE)


I, NESTOR PERALTA, after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, NESTOR PERALTA, hereby resign as Vice-President of NORTH MOTORS, INC., a Florida corporation and that the corporation has been notified in writing of the resignation.



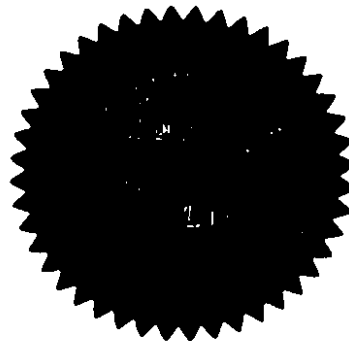
NESTOR PERALTA

Sworn to and subscribed before me this 6TH day of September, 1995.



NOTARY PUBLIC

My commission expires:



RESIGNATION OF OFFICER

September 6, 1995

To the board of directors of NORTH MOTORS, INC.:

I hereby tender my resignation as vice-president of NORTH MOTORS, INC. effective September 1, 1995.



NESTOR PERALTA