

P96000001270

Emir Ravelo
1735 N.W. 28 St.
Miami, Fl. 33142
(305) 633-0330
(305) 636-0990 Fax

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

Re: Autoline Distributors Parts ERP, Inc.

Dear Sir or Madam:

Enclosed please find an original and one (1) duplicate copy of the articles of incorporator in the same manner as the original. Please endorse your approval of the articles of incorporation on the duplicate copy, certify such, and return same to the undersigned.

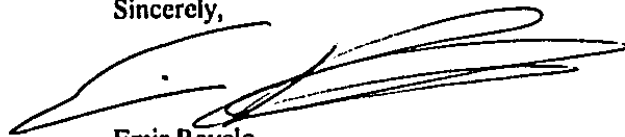
I have enclosed a check in the amount of \$122.50 to cover the following services:

Filing Fee	\$35.00
Designation of Registered Agent	\$35.00
Certified Copy	<u>\$52.50</u>
Total	\$122.50

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Please do not hesitate to contact me should you have any questions or concerns.

Sincerely,



Emir Ravelo

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
AUTOLINE DISTRIBUTORS PARTS ERP, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of incorporation.

ARTICLE I - NAME

The name of the corporation shall be: *AUTOLINE DISTRIBUTORS PARTS ERP, INC.*

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
1735 N.W. 28 St. Miami, Florida 33142.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock at a par value of \$.01 per share.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:
Emir Ravelo, 1735 N.W. 28 St., Miami, Florida 33142.

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:
Emir Ravelo, 1735 N.W. 28 St., Miami, Florida 33142


ARTICLE VI - AMENDMENT

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

ARTICLE VII - PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this
27th day of December, 1995


Emir Ravelo, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, Submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is AUTOLINE DISTRIBUTORS PART ERP, INC.
2. The name and address of the registered agent and office is:

Emir Ravelo
1735 N.W. 28 St.
Miami, Florida 33142



Emir Ravelo, President

December 27, 1995

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



Emir Ravelo, President.

December 27, 1995

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TALLAHASSEE, FLORIDA