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((H98000000376))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: CARIBBEAN KING, CORP.

FAX AUDIT NUMBER: H98000000376

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ARTICLES OF INCORPORATION

OF

CARIBBEAN KING, CORP

The undersigned hereby petition for the formation of a corporation under the laws of the State of Florida, with and under the following Charter:

ARTICLE I

The name of the corporation shall be:

CARIBBEAN KING, CORP

ARTICLE II

The general nature of the business to be transacted shall be a automobile equipment and repair and to otherwise engage in any activity or business permitted under the laws of the United States of America and this State.

ARTICLE III

The capital stock of this corporation shall consist of 1000 shares of common stock of \$1.00 par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. On dissolution or liquidation of the corporation the holders of the stock shall be entitled to distribution ratable as their holdings may appear upon the stock record of the corporation.

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GERALD T. ENGEL, ESQ.
901 N. W. 22ND AVENUE
MIAMI, FL 33125
(305) 649-7344

FL. BAR NO.: 694-290

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ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The business and property of this corporation shall be managed by a Board of Directors consisting of (4) or more members, as may be provided by-laws.

ARTICLE VI

The names and post office addresses of the first Board of Directors of this corporation, who, subject to the provisions of this Certificate, the By-laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected and have qualified, are as follows:

MARIO LONGAGNANI President
Calle 13-1 Residencia Urbina Palace #3-34
La Urbina, Caracas, Venezuela

PEDRO SAUTO Vice President
Calle Manzanales, Residencias 26 Apt 1
Baruta, Caracas, Venezuela

ARTICLE VII

The Registered Agent for the purpose of complying with Florida law shall be Juan Marquez and the registered agent's office of this corporation shall be 9917 W Okeechobee Rd #4109, Hialeah Gardens, Florida 33016.

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ARTICLE VIII

The post office address of the principal office of this corporation, until otherwise determined by the stockholders or Board of Directors of this corporation 9917 W Oknechobee #4109, Hialeah Gardens, FL 33016 branch offices may be maintained at such places in the State of Florida, and in the United States of America and in foreign countries as may from time to time be authorized by the stockholders or Board of Directors of this Corporation.

ARTICLE IX

The name of the Subscribers of this Certificate of Incorporation and the number of shares of the capital stock of this corporation subscribed by the said Subscriber of this Certificate of Incorporation are as follows:

NAME	NO. OF SHARES
PEDRO SOUTO	500
MARIO LONGAGNANI	500

ARTICLE X

The regulations of the conduct of the affairs of this corporation, the issuance of certificate of capital stock of this corporation, the voting rights of the holders of the shares of the capital stock of this corporation, are vested in the shareholders.

IN WITNESS WHEREOF, the undersigned Subscribers have

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hereunto put their hands and seals in the County of Dade, State of Florida, before me on this 7 day of January, 1996.

SWORN TO AND SUBSCRIBED before me on this 7th day of January, 1996.


MARIO LONGAGNANI, PRESIDENT (SEAL)
Identification Venezuela Pass A169375

PEDRO SAUTO, VICE PRESIDENT (SEAL)
Identification A206255 Venezuela Passport

STATE OF FLORIDA)
COUNTY OF DADE) SS

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, MARIO LONGAGNANI and PEDRO SAUTO known to be the persons who executed the foregoing Certificate of Incorporation of CARIBBEAN KING, Corp., and they acknowledged before me that they have executed the same for the purpose therein set forth.

SWORN TO AND SUBSCRIBED before me on this 7th day of January, 1996.

 **GERALD T. ENGEL**
COMMISSION # 000-18917
EXPIRES JUL 31, 1999
Notary Public, State of Florida
MY COMMISSION EXPIRES:

I ACCEPT DESIGNATION AS REGISTERED AGENT OF THIS CORPORATION AND I AM FAMILIAR WITH THE DUTIES REQUIRED OF ME.

JUAN MARQUEZ

Prepared by:

GERALD T. ENGEL, ESQ.
901 N. W. 22ND AVENUE
MIAMI, FL 33125
(305) 649-7344

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