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FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM

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TO: DIVISION OF CORPORATIONS DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

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MIAMI FL 33166-33401-6194

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: PAYLESS MOTORS EXPORT, CORP.

FAX AUDIT NUMBER: H96000000494

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ARTICLES OF INCORPORATION

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PAYLESS MOTORS EXPORT, CORP

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

ARTICLE I - NAME AND ADDRESS

The name of the corporation is:

PAYLESS MOTORS EXPORT, CORP.

Its principal office and mailing address shall be located at

5306 N.W. 35th Avenue

Miami, Florida 33142

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 ONE HUNDRED shares (100) of five dollars (\$5.00) par value Common Stock, which shall be designated "COMMON SHARES"

Document prepared by: Fernando Jimeno 19754 NW 61 Ave Miami, Fl. 33015 (305) 621-4842

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent of this Corporation is:

FLORIDALMA CASTANER 5306 N.W. 35th Avenue Miami, Florida 33142

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Three (3) 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:

FLORIDALMA CASTANER

President -Treasurer

5306 N.W. 35th Avenue Miami, Florida 33142

RAFAEL CASTILLO

Vice-President

5306 N.W. 35th Avenue Miami, Florida 33142

LUIS REYES

Secretary

5306 N.W. 35th Avenue Miami. Florida 33142

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is:

FLORIDALMA CASTANER 5306 N.W. 35th Avenue Miami, Florida 33142

CERTIFICATE OF REGISTERED AGENT

OF

PAYLESS MOTORS EXPORT, CORP.

Pursuant to Florida Statutes Sections 48.091 and 607.034, 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

5306 N.W. 35th Avenue Miami, Florida 33142

has name

FLORIDALMA CASTANER

located at the aforesaid address, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

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

FLØRIDALMA CASTANER

Registered Agent

IN WATNESS WHEREOF, the undersigned subscriber(s) acknowledged and filed the foreguing Articles of Incorporation under the laws of the State of Florida, this 9th day of January, 1996

FLORIDALMA CASTANER, incorporator