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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FROM: FAB-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166- -0000

TALLAHASSEE, FL 32399

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FAX: (904) 922-4000

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: KAN'S USED AUTO PARTS OF MIAMI, CORP.

FAX AUDIT NUMBER: H96000001224

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ARTICLES OF INCORPORATION

OR

KAN'S USED AUTO PARTS OF MIAMI, CORP.

ARTICLE I. NAME

The name of this corporation shall be KAN'S USED AUTO PARTS OF MIAMI, CORP.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of operating any and all business activities permitted under the laws of FLORIDA and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1500 par value shares of common capital stock.

This Instrument Prepared By:

Antonio J. Soto, III, Esq.
8500 West Flagler St., Ste. A-105
Miami, Florida 33144-2037
FLORIDA BAR NO.: 302163
(305) 227-2700

Article of Incorporation KAN'S USED AUTO PARTS OF MIAMI, CORP.

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ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Article of Incorporation KAN'S USED AUTO PARTS OF MIAMI, CORP.

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Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be Two (2). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors, their title and shares are:

FIRST O-KANE CORP.,
a Florida Corporation
by LUIS A GODOY, President
18820 N.W. 57th Avenue
Miami Lakes, Florida 33015

750 SHARES

Vice-President,
Secretary and
Director

MGG AUTO PARTS, INC.,
a Florida Corporation
by MANUEL GARCIA, Pres.
9700 N.W. South River Drive
Medley, Florida 33166

750 SHARES

President,
Treasurer and
Director

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

Article of Incorporation KAN'S USED AUTO PARTS OF MIAMI, CORP.

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ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 9770 N.W. South River Drive, Medley, Florida 33166.


The name of the individual who shall serve as this corporation's initial registered agent at that address is: MANUEL GARCIA.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: FIRST O-KANE CORPORATION, a Florida Corporation, by its President, LUIS A. GODOY, 18820 N.W. 57th Avenue, Miami Lakes, FL 33015 and MGG AUTO PARTS, INC., a Florida Corporation, by its President, MANUEL GARCIA, 9770 N.W. South River Drive, Medley, Florida 33166.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.


FIRST O-KANE CORP., a Florida Corp.
by its president, LUIS A GODOY

MG 
MGG AUTO PARTS, INC., a Florida corp.
by its president, MANUEL GARCIA

Article of Incorporation KAN'S USED AUTO PARTS OF MIAMI, CORP.

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I hereby accept my designation as resident agent and agree to serve as the resident agent of KAN'S USED AUTO PARTS OF MIAMI, CORP. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for KAN'S USED AUTO PARTS OF MIAMI, CORP.

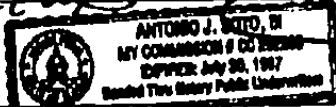
Manuel Garcia
 MANUEL GARCIA as President of MGG AUTO
 PARTS, INC., a Florida corporation
 - Registered Agent

State Of FLORIDA

County Of DADE

On 1-19-96, FIRST O-KANE CORP., a Florida Corporation, by its President, LUIS A GODOY, and MGG AUTO PARTS, INC., by its President, MANUEL GARCIA, designated above as the individuals who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a FLORIDA driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of KAN'S USED AUTO PARTS OF MIAMI, CORP.

Accepted
 Notary Public



(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

(SEAL)

Article of Incorporation KAN'S USED AUTO PARTS OF MIAMI, CORP.

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