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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FROM: FAG-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: AMERICAN STARTERS & ALTERNATORS, CORP.

FAX AUDIT NUMBER: H96000001551

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
AMERICAN STARTERS & ALTERNATORS, CORP..**

ARTICLE I- NAME

The name of this Corporation is **AMERICAN STARTERS & ALTERNATORS, CORP..**

ARTICLE II- DURATION

This corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III- PURPOSE

This Corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this Corporation is:
OSVEL CASTELLON, 310 EAST 59 STREET, HIALEAH, FLORIDA 33013.
The principal place of business of the Corporation shall be **13001 PORT SAID ROAD, BAY No. 10, OPALOCKA, FLORIDA 33054.**

ARTICLE V- INITIAL BOARD OF DIRECTORS

This Corporation shall have Two (2) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Directors is:

NAME
OSVEL CASTELLON
PRESIDENT-250 SHARES

ADDRESS
310 EAST 59 STREET
HIALEAH, FL 33013

ROLANDO BATISTA
VICE-PRESIDENT - 250 SHARES

1145 WEST 71 STREET APT. A1
HIALEAH, FLORIDA 33014

PREPARED BY:
RAFAEL R. MARTINEZ
DEMAR ENTERPRISES ACCOUNTING SERVICES, INC.
1550 W 84 ST. #77, HIALEAH, FL 33014
PH: (305) 558-4947 FAX(305)821-9794

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ARTICLE VII- LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder (s) or Director (s).

ARTICLE VIII- INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX- PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

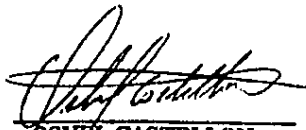
ARTICLE X- INCORPORATOR

The persons signing these articles are OSVEL CASTELLON, 310 EAST 59 STREET, HIALEAH, FLORIDA 33013 and ROLANDO BATISTA, 1145 WEST 71 STREET APT. A1, HIALEAH, FLORIDA 33014.

ARTICLE XI- AMENDMENT

This Corporation reserves the right to maned or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 1st. of February of 1998.


OSVEL CASTELLON
President


ROLANDO BATISTA
Vice-President

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

Pursuant to the provisions of section 007.0001, 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.

First that **AMERICAN STARTERS & ALTERNATORS, CORP.**, desiring to organize under the laws of the State of **FLORIDA** with its principal office, as indicated in the articles of incorporation has named **OSVEL CASTELLON**, located at **HALEAH**, County of **DADE**, State of Florida, as its agent to accept service of process within this state.

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.


OSVEL CASTELLON
Registered Agent

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