

4/02/96

FLORIDA DIVISION OF CORPORATIONS

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((H96000004723))

TO: DIVISION OF CORPORATIONS

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MEL MAR MOTORS & MARINE INC.

FAX AUDIT NUMBER: H96000004723

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/02/1996

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96 APR -2 PM 5:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]

RECEIVED
96 APR -2 PM 4:35
DIVISION OF CORPORATIONS

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RUBEN E. DORTA, ESQ.
6011 W. 16th Ave.
Hialeah, FL 33012
(305) 557-3332
FBN. 441064

**ARTICLES OF INCORPORATION
OF
MEL MAR MOTORS & MARINE INC.**

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SECRETARY OF STATE
TALLAHASSEE, FL 32301

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I-NAME

The name of the corporation is **MEL MAR MOTORS & MARINE INC.**

ARTICLE II-NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is to carry on in any capacity and business or trade deemed legal in the State of Florida, to wit: to purchase and sale automobiles, boats and/or water crafts.

ARTICLE III-CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of common stock, each share having a par value of \$1.00.

ARTICLE V-TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI-ADDRESS

The initial street address of the principal office of this corporation is to be at:

2900 N.W. 27th Avenue
Miami, FL 33142

The board of directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII-REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That, **MEL MAR MOTORS & MARINE INC.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Article of Incorporation at the City of

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Miami, County of Dade, has named:

ILEANA MARIA MELERO
2900 N.W. 27th Avenue
Miami, FL 33142

as its 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 said Act relative to keeping open said office.


ILEANA MARIA MELERO
Registered Agent

ARTICLE VII-DIRECTORS

The corporation shall have 1 directors initially. The number of directors may be increased or diminished from time to time by the By-laws, but shall never be less than one.

ARTICLE IX-INITIAL DIRECTORS

The names and street addresses of the initial directors who shall hold office until their successors are elected and have qualified are as follows:

DIRECTOR/PRESIDENT/VICE-PRESIDENT/TREASURER and SECRETARY
ILEANA MARIA MELERO
2900 N.W. 27th Avenue
Miami, FL 33142

ARTICLE X-INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

ILEANA MARIA MELERO
2900 N.W. 27th Avenue
Miami, FL 33142

ARTICLE XI-EFFECTIVE DATE

These Articles of Incorporation shall be effective upon acceptance by the Secretary of State.

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ARTICLE XII-AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereof, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed this foregoing Articles of Incorporation under the laws of the State of Florida, this 1 day of April, 1996.

Iliana Maria Melero
ILIANA MARIA MELERO

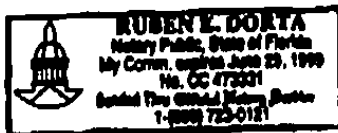
STATE OF FLORIDA)
:SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared, ILIANA MARIA MELERO, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that she executed the same, that I relied upon the following forms of identification of the above-named person: personally known

WITNESS my hand and official seal, this 1 day of April, 1996, in the County and State aforesaid.

Ruben E. Dorta
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My commission expires:



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TALLAHASSEE, FLORIDA

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