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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: INTERAMERICAN PARTS DISTRIBUTORS, INC.

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**ARTICLES OF INCORPORATION OF  
INTERAMERICAN PARTS DISTRIBUTOR, INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I - NAME OF CORPORATION**

The name of the corporation shall be INTERAMERICAN PARTS DISTRIBUTORS, INC.

**ARTICLE II - DURATION**

This corporation is to have perpetual existence.

**ARTICLE III - NATURE OF BUSINESS**

The purpose of this corporation is to engage in any activity 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 (100) shares all at One (\$1.00) Dollar par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE V - CORPORATE ADDRESS**

The initial street address in the State of Florida of the principal office of this corporation is as follows: 12486 SW 8th Street, Suite B, Miami, Florida 33184.

**ARTICLE VI - INITIAL REGISTERED AGENT**

The initial Registered Agent of this corporation is as follows: MARIA M. GONZALEZ.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially. The number of Directors may be either increased or decreased from time to time by an amendment of the By-laws of the corporation in the manner provided by law, but shall never be less than one (1).

**NAME**

**ADDRESS**

MARIA M. GONZALEZ

12486 SW 8th Street, Suite B  
Miami, Florida 33184

REGLA M. SIBILA, Attorney at Law  
6200 Northwest 5th Street  
Miami, Florida 33126  
Phone: 305-365-0008  
FL. Bar No. 656630

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**ARTICLE VIII - INCORPORATOR**

The name and address of the incorporator signing these Articles is:

NAME	ADDRESS
MARIA M. GONZALEZ	12485 SW 8th Street, Suite B Miami, Florida 33184

**ARTICLE IX - AMENDMENT OF BY-LAWS**

The power to adopt, alter, amend or repeal the By-Laws of this corporation shall be vested in the Board of Directors and shall be by majority vote.

**ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XI - IMPROPER ACTION OF DIRECTORS**

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

**ARTICLE XII - AMENDMENT OF ARTICLES**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, for the purpose of forming a corporation for profit under the laws of the State of Florida.

*Maria M. Gonzalez*  
MARIA M. GONZALEZ

STATE OF FLORIDA     )  
COUNTY OF DADE     )

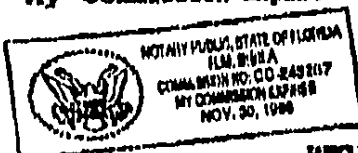
I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgements, personally appeared MARIA M. GONZALEZ to me well known to be the person described in and who executed the foregoing Articles of

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Incorporation, as incorporator and acknowledged before me that she subscribed to said Articles of Incorporation.  
WITNESS my hand and seal this 10<sup>th</sup> day of April, 1996.

My Commission Expires:



[Signature]  
NOTARY PUBLIC  
State of Florida at Large

**REGISTERED AGENT CERTIFICATE**

In pursuance of Chapter 40.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST - That INTERAMERICAN PARTS DISTRIBUTOR, INC. desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named MARIA M. GONZALEZ located at 12486 SW 8th Street, Miami, Florida 33184, as its registered agent to accept service of process.

**ACKNOWLEDGED FIRST**

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 said office open.

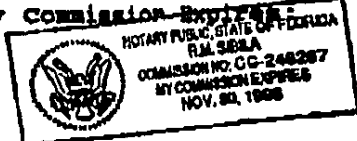
[Signature]  
MARIA M. GONZALEZ

STATE OF FLORIDA     )  
COUNTY OF DADE     )

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgements, personally appeared MARIA M. GONZALEZ, to me well known to be the person described in and who executed the Registered Agent Certificate.

WITNESS my hand and seal on this 10<sup>th</sup> day of April, 1996.

My Commission Expires:



[Signature]  
NOTARY PUBLIC  
State of Florida at Large

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SOUTHERN DISTRICT OF FLORIDA

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