841 Senter Mayor CRISTINA P. FERNANDEZ 2311 S.W. 89th, Court Minul, Fl 33165

Fax No. (305) 229-1074

April 19th, 1996

Corporate Records Bureau **Division of Corporations** Department of State P.O. Box 6327 Tallabassee, Fl 32301

Dear Sir/Madam:

Please find enclosed the Articles of Incorporation of:

A & G Auto Exchange, Inc.

Phone No. (305) 229-1073

We are also attaching herewith a check payable to the Secretary of State in the amount of \$ 122.50, to cover for its filing fees.

Sincerely,

300001788943 -04/22/96--01061--003 ****122.50 ****122.50

NOTE: SHOULD YOU HAVE ANY QUESTION REGARDING THE ABOVE, PLEASE CALL:

CRISTINA P. FERNANDEZ (305) 229-1073

articles of incorporation OF A & G Auto Exchange, Inc.

ARTICLE ONE

The name of the corporation is: A & G Auto Exchange, Inc.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which this corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

The Corporation's principal office is located at:

4605 S.W. 75th, Avenue Miami, Fl 33155

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 100, of the par value of ONE DOLLAR (\$ 1,00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares, consideration of the value of: \$ 100.00, consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is: 2311 S.W. 89th, Court, Miami, Florida 33165, and the name of its initial registered agent at such address is Cristina P. Fernandez.

ARTICLE SEVEN

The number of directors constituting the initial board of directors is 1, and the name(s) and addresses of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name

Position

Address

Armando Maury

Pres/Sec/Treas.

5795 S.W. 84th. Ave, Miami, FI 33155

ARTICLE EIGHT

The name and address of each incorporator is:

Name

Mailing Address

Armando Maury

5795 S.W. 84th. Ave, Minmi, FI 33155

ARTICLE NINE

The name and address of the person signing these articles is:

Armando Maury 5795 S.W. 84th Ave, Minni, Fl 33155

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19 day of April, 1996.

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STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Armando Maury, known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, 1 have hereunto set my hand and affixed my official scal in the state and county aforesaid this 19th, of April, 1996.

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CRISTINA P. FERNANDEZ
MY COMMISSION # CC 365765
EXCHRES: May 23, 1996
Sonded Time Notiny Public Underwriters



ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

The undersigned, named as Resident Agent in the Articles of Incorporation of:

A & G Auto Exchange, Inc.

does hereby accept the designation of Resident Agent and agrees to perform those duties until and unless removed by the Board of Directors of said corporation.

Dated in Miami, Dade County, Florida this 19th of April, 1996.

Cristina P. Fernandez