

P960000093935

MR. MIGUEL M. MIYAR JR.
6251 N.W. 197 Terrace
Miami, Florida 33015

SECRETARY OF STATE
DIVISION OF CORPORATIONS
409 East Gaines Street
Tallahassee, Florida 32314

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To whom it may concern:

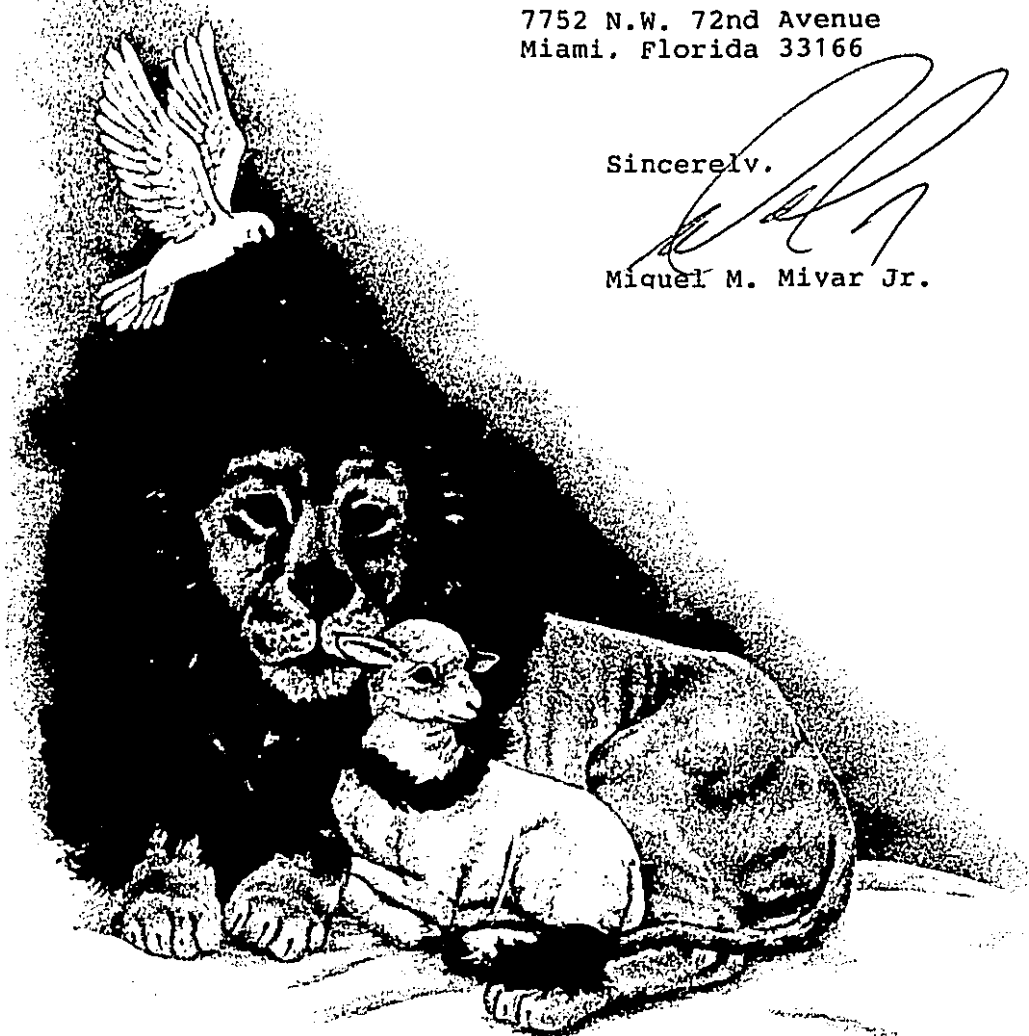
Enclosed are the Articles of incorporation for WORLDWIDE PARTS, INC., our check #531 to cover incorporating costs and a copy of the Articles as requested. Please incorporate and send all documents to:

7752 N.W. 72nd Avenue
Miami, Florida 33166

Sincerely,

Miguel M. Miyar Jr.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
NOV 13 1996 11:32



on 11/18/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 10, 1996

MIGUEL M. MIYAR JR.
P.O. BOX 520762
MIAMI, FL 33152

The name **WORLDWIDE PARTS, INC.** has been reserved for 120 days beginning July 10, 1996. The reservation number is R96000003345 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section.

Tracy Smith

Letter number: 796A00033602

**ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 NOV 13 AM 11:02

WORLDWIDE PARTS, INC.

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION,
EACH A NATURAL PERSON COMPETENT TO CONTRACT, HEREBY FORMS A
CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I. NAME

THE NAME OF THE CORPORATION SHALL BE:

WORLDWIDE PARTS, INC.

ARTICLE II. NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE OR TRANSACT IN ANY OR ALL LAWFUL
ACTIVITIES OF BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED
STATES, THE STATE OF FLORIDA, OR ANY OTHER STATE, COUNTRY,
TERRITORY, OR NATION.

ARTICLE III. CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS
AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS ONE THOUSAND
(1000) SHARES OF COMMON STOCK HAVING A PAR VALUE OF TEN DOLLARS
(\$10.00) PER SHARE. THE CAPITAL STOCK MAY BE PAID IN MONEY, PROPERTY,
LABOR, OR SERVICES, AT A JUST VALUATION TO BE FIXED BY THE
INCORPORATORS OR BY THE DIRECTORS AT A MEETING CALL FOR SUCH
PURPOSE.

ARTICLE IV. TERMS OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE V. INITIAL PRINCIPLE OFFICE

THE INITIAL OFFICE ADDRESS OF THIS CORPORATION IN THE STATE OF FLORIDA IS:

P.O. BOX 520762
MIAMI, FLORIDA 33152

ARTICLE VI. DIRECTORS

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED, BUT NOT BY MORE THAN THREE (3).

THE CORPORATION SHALL INDEMNIFY AND HOLD HARMLESS EACH PERSON WHO SHALL SERVE AT ANY TIME THEREAFTER AS A DIRECTOR OR OFFICER OF THE CORPORATION, AND ANY PERSON WHO SERVES AT THE REQUEST OF THIS CORPORATION, AS A DIRECTOR OR OFFICER OF ANY OTHER CORPORATION, FROM AND AGAINST ANY AND ALL CLAIMS AND LIABILITIES TO WHICH SUCH PERSON SHALL BECOME A DIRECTOR OR OFFICER, OF THE CORPORATION, OR BY REASON OF ANY ACTION ALLEGED TO HAVE HERETOFORE OR HEREAFTER TAKEN OR OMITTED BY HIM AS SUCH DIRECTOR OR OFFICER, AND SHALL REIMBURSE EACH SUCH PERSON FOR ALL LEGAL AND OTHER EXPENSES REASONABLY INCURRED BY HIM IN CONNECTION WITH ANY CLAIM OR CLAIMS OF LIABILITY PROVIDED THAT NO PERSON SHALL BE INDEMNIFIED AGAINST, OR BE REIMBURSED FOR ANY EXPENSES INCURRED IN CONNECTION WITH ANY CLAIM OR LIABILITY AS TO WHICH IT SHALL BE ADJUSTED THAT SUCH DIRECTOR OR OFFICER IS LIABLE FOR NEGLIGENCE OR WILLFUL MISCONDUCT IN THE PERFORMANCE OF HIS DUTIES.

ARTICLE VII. INITIAL DIRECTORS & OFFICERS

THE NAME AND ADDRESS OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND OFFICERS ARE:

| NAME | ADDRESS |
|---|---|
| MIGUEL M. M'YAR JR. PRESIDENT/DIRECTOR | 6251 N.W. 197TH TERRACE MIAMI , FL 33015 |

ARTICLE VIII. AMENDED

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 STOCKHOLDER'S MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON.

ARTICLE IX. INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR OF THESE
ARTICLES OF INCORPORATION IS MIGUEL M. MIYAR JR. 6251 N.W. 107TH
TERRACE, MIAMI, FLORIDA 33015

INCORPORATOR: MIGUEL M. MIYAR JR.

IN WITNESS WHEREOF, THE UNDERSIGNED HAS HEREUNTO SET HIS (HER)
HAND AND SEAL THIS 7th DAY OF November 1996.

STATE OF FLORIDA)) SS:
COUNTY OF DADE)

BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED MIGUEL M. MIYAR JR., WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION ON THIS 7th DAY OF November 1996.

OFFICIAL NOTARY SEAL
MIRTA E SUCENA
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC313546
MY COMMISSION EXP. OCT. 15, 1997

NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE
MY COMMISSION EXPIRES:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

IN PERSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT. FIRST THAT WORLDWIDE PARTS, INC. DECIDING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPLE OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT THE CITY OF MIAMI, COUNTY OF DADE, STATE OF FLORIDA HAS NAMED MIGUEL M. MIYAR JR., LOCATED AT 7752 N.W. 72 AVE., CITY OF MIAMI, COUNTY OF DADE, AS ITS AGENT TO ACCEPT SERVICES 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 WITHIN THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

BY: 
MIGUEL M. MIYAR JR.

DATE: 11/7/96

RECEIVED
CLERK OF DISTRICT COURT
JUL 13 1996