Department of State **Division of Corporations** P. O. Box 6327 Tallahassee, FL 32314

300001989183--4 -10/29/96--01126--017 *****78.75 *****78.75

W96-23262

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee

\$78.75 Filing Fee

\$122.50

\$131.25 Filing Fee,

Filing Fee & Certificate & Certified Copy

Certified Copy

& Certificate

ADDITIONAL COPY REQUIRED

600002071196--0 -01/28/97--01160-007

*****52.50 ******52.50

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 1, 1996

ANGEL KURTZ 3984 N.W. 87TH AVENUE SUNRISE, FL 33351

SUBJECT: HOT WHEELZ, INC. Ref. Number: W96000023262

We have received your document for HOT WHEELZ, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

The document must state the number of shares of authorized stock.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kathy Hyman Document Specialist

Letter Number: 896A00050396

LAW OFFICES

ROBERT BRUCE ARDEN, ESQ.

8751 WEST BROWARD BOULEVARD SUITE 305 PLANTATION, FLORIDA 33324

ADMITTED
NEW YORK AND FLORIDA

TELEPHONE (954) 370-3838 FACSIMILE (954) 370-4814

January 23, 1997

VIA UPS OVERNIGHT DELIVERY

ATTN: KATHY HYMAN
DEPT. OF STATE
DIVISION OF CORPORATIONS
409 E. GAINES ST.
TALLAHASSEE, FL 32399

RE: HOT WHEELZ, INC.

Dear Ms. Hyman:

As we discussed in our telephone conference this date, I am enclosing herewith, to your attention, the following:

- 1. Original and (1) copy Articles of Incorporation for Hot Wheelz, Inc.
 - 2. Check in the amount of \$52.50 for certified copy.

Mr. Angel Kurtz, the incorporator, had previously sent in Articles which were rejected on October 28, 1996. At that time, he also provided the Dept. of State with the required filing fee, which you are presently holding pending receipt of these corrected Articles.

Once filed, please forward the certified copy of the Articles to my office as follows:

ROBERT B. ARDEN, ESQ. 8751 W. BROWARD BLVD., SUITE 305 PLANTATION, FL 33324

Thank you for your kind attention to this matter.

Very truly yours,

ROBERT B. ARDEN, ESQ.

RBA/cp cc: Angel Kurtz

ARTICLES OF INCORPORATION

OF

97 JAN 24 PH 2:01

HOT WHEELZ, INC.

The undersigned incorporator, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME:

The name of the corporation is HOT WHEELZ, INC.

ARTICLE II - PRINCIPAL OFFICE:

The principal place of business and mailing address of this corporation shall be 2119 S.W. 72ND AVENUE, DAVIE, FLORIDA 33317.

ARTICLE III - CAPITAL STOCK:

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock, par value \$1.00, having unlimited voting rights and entitled to receive the net assets of the corporation upon dissolution.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS:

The street address of the corporation's initial registered office and the name of its initial registered agent is ROBERT B. ARDEN, ESQ., 8751 WEST BROWARD BOULEVARD, PLANTATION, FLORIDA 33324.

ARTICLE V - INCORPORATOR:

The name and street address of the incorporator to these Articles of Incorporation is ANGEL KURTZ, 2119 S.W. 72ND AVENUE, DAVIE, FLORIDA 33317.

ARTICLE VI - INITIAL DIRECTORS/OFFICERS:

The name and address of the initial director/officer of this corporation are:

ANGEL KURTZ, President, 2119 S.W. 72ND AVENUE, DAVIE, FLORIDA 33317.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 23 day of January, 1997.

ANGEZ KURTZ/ Incorporator

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

SECRETAIN 24 PH 2: 01 Pursuant to the provisions of section 607.0501, 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.

- The name of the corporation is HOT WHEELZ, INC. 1.
- The name and address of the registered agent and office is: 2.

ROBERT B. ARDEN, ESQ. 8751 W. BROWARD BOULEVARD SUITE 305 PLANTATION, FLORIDA 33324

ANGEL KARTZ/INCORPORATOR

Date: JANUARY 23, 1997

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 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.

ROBERT B. ARDEN,

Date: JANUARY 23, 1997