

997000026005

Charter Number Only

4-21-97 Mega

George Romani #1015

Requestor's Name

999 Ponce de Leon Blvd

Address

Orlando, FL 32814

City

State

ZIP

Phone

441-8811

VALIDATION ONLY

FILED  
97 MAR 24 PM 12:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-03/24/97-01013-029  
\*\*\*122.50 \*\*\*122.50

CORPORATION(S) NAME

International auto parts trading  
Incorporated.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reservation	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up	<input type="checkbox"/> After 4:30
<input type="checkbox"/> Mail Out		

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

AL MAR 24 1997

CERTIFIED COPY

Empire Toll Free: 1-800-432-3028

RECEIVED  
97 MAR 24 AM 10:00  
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION**  
**OF**  
**INTERNATIONAL AUTO PARTS TRADING, INCORPORATED**

**FILED**  
97 MAR 24 PM 12:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby organizes and incorporates a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of the corporation is:  
**INTERNATIONAL AUTO PARTS TRADING, INCORPORATED**

**ARTICLE II**

**NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the law of the United States or of this State.

**ARTICLE III**

**CAPITAL STOCK**

The maximum number of shares that this corporation is authorized to have outstanding at any one time is One Hundred (100) Shares of common stock having a nominal or par value of (\$1.00) per share.

**ARTICLE IV**

**INITIAL STOCK**

The amount of capital with which this corporation will begin business in One Hundred Dollars (\$100.00).

## **ARTICLE V**

### **BEGINNING OF CORPORATION EXISTENCE**

The date of corporate existence shall be the time of filing of these Articles of Incorporation with the Secretary of State.

## **ARTICLE VI**

### **TERM OF EXISTENCE**

This corporation is to exist perpetually.

## **ARTICLE VII**

### **ADDRESS**

The initial post office address of the principal office is:

999 Ponce de Leon Boulevard . Suite 1015 Coral Gables Florida 33134.

## **ARTICLES VIII**

### **DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but there shall always be at least one (1) director. To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as director or officer of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation from and against any and all claims and liabilities to which said person shall become subject by reason of his being a director or officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as a director or officer. The corporation shall reimburse each such person for all costs, legal and other expenses reasonably incurred by him in connection with any claims or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law. The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or

reimburse such person in any proper case even though no specifically provided for herein. No contract or other transaction between this corporation and any other firm or corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such firm or corporation, provided that the fact that he is so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation, or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote there at to authorize any such transaction, with the like force and effect as if he were not a director or officer of such other corporation or not so interested.

#### **ARTICLE IX**

##### **INITIAL DIRECTOR**

Rafael S. Reyes Torres  
999 Ponce de Leon Boulevard #1015 Coral Gables FL 33134

#### **ARTICLE X**

The initial officers of the corporation are as follows:

Rafael S. Reyes Torres-President /Secretary/Director  
999 Ponce de Leon Boulevard #1015 Coral Gables FL 33134

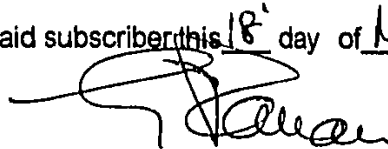
#### **ARTICLE XI**

##### **INITIAL SUBSCRIBER**

The name and post office address of the subscriber and agent to these Articles of Incorporation is:

George T. Ramani  
999 Ponce de Leon Boulevard #1015 Coral Gables FL 33134

WITNESS the hand and seal of said subscriber this 18 day of March, 1997.



GEORGE T RAMANI.

STATE OF FLORIDA

)

) SS:

COUNTY OF DADE

)

BEFORE ME, the undersigned authority, personally appeared George T. Ramani, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me, according to the law that they made and subscribed the same for the uses and purpose therein mentioned and set forth.

The foregoing instrument was acknowledged before me on this 18<sup>th</sup> day of March 1997 George T. Ramani, who is personally known to me and who did take an oath.

  
Notary Public



MRS F. ALONZO  
COMMISSION # CC 844822  
EXPIRES APR 02, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.

### **CERTIFICATE OF DESIGNATION**

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First that INTERNATIONAL AUTO PARTS TRADING INC Incorporated desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Miami, County of Dade, State of Florida has named George T. Ramani, 999 Ponce de Leon Boulevard #1015 Miami FL 33134 County of Dade, State of Florida, as its agent to accept service of process with this state.

### **ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

A handwritten signature in black ink, appearing to read 'George T. Ramani', is written over a horizontal line.

GEORGE T. RAMANI

**FILED**

97 MAR 24 PM 12:41

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA