

D97000035008
 Anita S. Curry
 Requestor's Name

4719 S.E. 6th Avenue
 Address

Cape Coral, FL 33904
 City/State/Zip Phone #

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 ****122.50 ****122.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. *Belair's Auto Export & Sales, Inc.*
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

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 SECRETARY OF CORPORATIONS
 DIVISION OF CORPORATIONS
 97 APR 17 PM 12: 50

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials _____

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ARTICLES OF INCORPORATION

OF

BELAIRE AUTO EXPORT & SALES, INC.

By the following proposed Articles of Incorporation the undersigned does hereby declare their intent to form a Corporation under the laws of the State of Florida providing for the formation, rights, liabilities, privileges and immunities of a Corporation for profit.

ARTICLE 1 - NAME

The name of this Corporation shall be:
Belair Auto Export & Sales, Inc.

ARTICLE II - DURATION

The Corporate existence of this Corporation commences on the date of subscription and acknowledgment and shall continue perpetually.

ARTICLE III - PURPOSE

The Purpose of this Corporation is to engage in the transaction of any or all lawful business for which Corporations may be incorporated under the laws of the United States and of the State of Florida, but not limited to the following:

1. To establish a Corporation for the purpose of buying and selling autos and trucks for the purpose of import/export and sales.
2. To acquire in any manner, enjoy, utilize, hold, sell, assign, lease, mortgage or to otherwise dispose of letters, patents, of the United States or of any foreign country, patent, patent rights, licenses, privileges, inventions, improvements, processes, copyrights, trademarks and trade names or pending applications therefore relating to or useful in connection with any business of the Corporation or any other Corporation in which the Corporation may have an interest as a Stockholder otherwise.
3. To guarantee, acquire by purchase, subscription or otherwise, hold for investment or otherwise, sell, assign, transfer, mortgage, pledge or otherwise dispose of, the

shares of the capital stock of, or any bonds, securities, or evidences of indebtedness created by any other corporation or corporations of the State of Florida or any other State or Government, Domestic or Foreign, and while the owner of any such stock, bonds, securities or evidences of indebtedness, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon for any and all purposes. To aid by loan, subsidy, guaranty, or any other manner whatsoever so far as the same may be permitted in the case of corporations organized under the laws of the State of Florida, any corporation whose stocks, bonds, securities or other obligations are or may be in any manner and at any time owned, held or guaranteed; and to do any all other acts or things for the preservation, protection, improvement or enhancement in value of any such stocks, bonds, securities or other obligations; and to do all and any such acts or things designed to accomplish any such purpose.

4. To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purpose of its incorporation. to issue bonds, promissory notes, bills of exchanges, debentures and other obligations and evidences of indebtedness payable at a specified time or times, or payable upon the happening of a specified event or events, secured or unsecured, from time to time, for monies borrowed or in payment for the property acquired, or for any of the other objects of its business. To secure the same by mortgage or mortgages, or deeds, or deeds of trust, or pledge or other lien upon any or all of the property, rights, privileges or franchises of the corporation, wheresoever situated, acquired or to be acquired; and to confer upon the holder of any debetures, bonds, or other evidences of indebtedness of the corporation, secured or unsecured, the right to convert the principal thereof into any preferred or common stock of the corporation now or hereafter authorized, upon such terms and conditions as shall be fixed by the Board of Directors. To sell, pledge or otherwise dispose of any or all debentures or other bonds, notes and other obligations in such manner and upon such terms as the Board of Directors may deem judicious, subject, however, to the provisions of Article IV hereof.

5. To have one or more offices to conduct its business and promote its objects within and without the State of Florida, in other States, the District of Columbia, the territories, possessions and dependencies of the United States and in Foreign Countries, without restrictions as to place or amount.

6. To hire and employ agents, servants, and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in the company with others.

7. To do all and everything necessary and proper for the accomplishment of any of the purposes of or in the furtherance of any of the powers enumerated in these Articles of Incorporation or any amendment hereof, or necessary or incidental to the protection and benefit of the corporation, as principal, agent, director, trustee, or otherwise and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful business necessary or incidental to the accomplishment or in furtherance of the purpose of the corporation, whether or not such business is similar in nature to the purposes set forth in these Articles of Incorporation or any amendment hereof.

ARTICLE IV - CAPITAL STOCK

The maximum number of share of stock that this corporation is authorized to have outstanding at any time is Three hundred (300) shares of common stock, each share having a par value of One (1.00) Dollar.

ARTICLE V - PREEMITIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which they already hold, shall have the right to purchase their pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE VI - ADDRESS

The street address of the initial registered office of this Corporation is:

4719 S.E. 6th Avenue
Cape Coral, Fl 33904

The mailing address and the address of the principal office is:

4719 S.E. 6th Avenue
Cape Coral, Fl 33904

The name of the initial registered agent at:

4719 S.E. 6th Avenue
Cape Coral, Fl 33904 is;

Marta S. Cruz

ARTICLE VII-DIRECTORS

The Corporation shall consist of (3) Directors.

The name and address of these Directors are:

Marta S. Cruz 929 E. Cape Coral Pkwy, Cape Coral FL 33904
Ramon C. Cruz 929 E. Cape Coral Pkwy, Cape Coral Fl 33904
Felix Pozo, 929 E. Cape Coral Pkwy, Cape Coral, FL 39904

The number of Directors may be increased or diminished from time to time by the By-Laws.

ARTICLE VIII-AMENDMENT

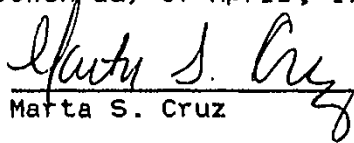
These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE IX - INCORPORATOR

The name and street address of the Incorporator is as follows;

Marta S. Cruz
929 E. Cape Coral Pkwy, Cape Coral, Fl 33904

IN WITNESS WHEREOF, The Undersigned Incorporator has
executed the foregoing Articles of Incorporation this
eleventh day of April, 1997.



Marta S. Cruz

STATE OF FLORIDA)

:SS

COUNTY OF LEE

BEFORE ME personally appeared Marta S. Cruz known to me to be the individual described in and who executed the foregoing Articles of Incorporation and she has acknowledged before me that she executed the same for the purpose thereto expressed.

WITNESS MY HAND and official seal in the County and State named above this eleventh day of September, 1997.

Dianne Reeder
Notary Public

State of Florida
County of Lee

Subscribed and sworn (affirmed) before me this 15th day

of April, 1997 by D. Cruz He/she is

personally known to me or has presented DR LIC PL

CL600-557-641680-0 as identification.

Dianne Reeder
(Notary's Signature and Seal)

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"OFFICIAL SEAL"
Dianne Reeder
My Commission Expires 11/14/97
Commission #CC 330059

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ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statues relative to the proper and complete performance of my duties.

Dated day of April, 1997.

Marta S. Cruz

Marta S. Cruz
Registered Agent

State of Florida
County of Lee

Subscribed and sworn (affirmed) before me this 15th day
of April 1997 by Reeder He/she is
personally known to me or has presented DLIC FL

CRD-55741-610-e as identification.
Dianne Reeder
(Notary's Signature and Seal)



OFFICIAL SEAL
Dianne Reeder
My Commission Expires 11/14/97
Commission #CC 330059