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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC. ACCT#: 071001002335
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839 FAX #: (305)716-0346

NAME: A.B.C. AUTO GLASS, INC.
AUDIT NUMBER......H97000010923
DOC TYPE..........FLORIDA PROFIT CORPORATION OR P.A.
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** ENTER 'M' FOR MENU. **

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUL 3 1997

ARTICLES OF INCORPORATION
OF
A.B.C. AUTO GLASS, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I- NAME

The name of this Corporation is : A.B.C. AUTO GLASS, INC.

ARTICLE II- DURATION

This corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III- PURPOSE

This Corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 500 shares of One Dollar ($1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this Corporation is:
JUAN R. MONTILLA, 551 N.W. 82ND AVE APT. 509 MIAMI, FL 33126
The Principal Place of Business of the Corporation shall be : 5420 N.W. 79TH AVE MIAMI FL, 33166

ARTICLE VI- INITIAL BOARD OF DIRECTORS

This Corporation shall have three (2) Directors initially. The number of Directors may be increased or decreased from time to time by the by-laws, but shall never be less than one (1). The names and addresses of the initials Directors are:

NAME	ADDRESS
JUAN R. MONTILLA PRESIDENT	551 N.W. 82ND AVE APT. 509 MIAMI, FL 33126
FULBIO A. MARTINEZ VICE-PRESIDENT	4920 N.W. 79TH AVE APT. 304 MIAMI , FL 33055

PREPARED BY:
Rafael R. Martinez
Demar Enterprises Accounting Services, Inc.
1550 West 84th. Street, Suite 77 Hialeah, Florida 33014
Ph: (305)558-4947 Fax:(305)821-9794

ARTICLE VII- LAWS

The by-laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder (s) or Director (s).

ARTICLE VIII- INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX- PREEMPTIVE 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 he/she already holds, shall have the right to purchase his/her prorate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X- INCORPORATOR

The persons signing these articles are JUAN R. MONTILLA and FULBIO A. MARTINEZ

ARTICLE XI- AMENDMENT

This Corporation reserves the right to amended or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 24 days of June of 1997.

Juan R Montilla
President

Fulbio A. Martinez
Vice-President

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statues, the undersigned corporation, organized under the laws on the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First that A.B.C. AUTO GLASS, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation has named JUAN R. MONTILLA, located at Miami, County of Dade State of Florida, as its agent to accept service of process within this State.

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 FURTHER 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.

Juan R. Montilla
President

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