

P 97000073963

TRANSMITTAL LETTER

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

Department of State
Division of Corporations
409. E. Gaines St.
Tallahassee, FL 32399

ALL STAR AUTO, INC.

Subject: _____
(proposed corporate name)

Enclosed please find an original and one copy of the articles
of incorporation for the above corporation and check in the
amount of \$ 28.75.

From:

LUZ Q. CASTRO
2724 SW 34 Ave APT 2
MIAMI, FL 33133

400002263734--8
-08/11/97--01145--001
*****78.75 *****78.75

FILED
97 AUG 26 PM 1:02
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

W97-18651

T.M. - 8/13/97 8/26/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 13, 1997

LUZ C. CASTRO
2724 SW 34 AVE, APT #2
MIAMI, FL 33133

SUBJECT: ALL STAR AUTO, INC.
Ref. Number: W97000018651

We have received your document for ALL STAR AUTO, 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 an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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 (850) 487-6926.

Tracy Meyer
Document Specialist

Letter Number: 097A00040933

ARTICLES OF INCORPORATION
OF
ALL STAR AUTO SERVICE & SALES, INC.

ARTICLE I - NAME

The name of the corporation shall be:

ALL STAR AUTO SERVICE & SALES, INC.

ARTICLE II - ADDRESS

The address of the principal office until further notice
is: 2724 S.W. 34 Ave. Apt. 2, Miami, FL 33133.

ARTICLE III - CAPITAL STOCK

The number of shares that this corporation is authorized
to have outstanding is one thousand (1,000) common shares
at one (\$1.00) dollar par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent of this corporation is: Luz C.
Castro and the registered office is 2724 S.W. 34 Ave. Apt. 2
Miami, FL 33133.

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these
Articles of Incorporation is:

Luz C. Castro
2724 S.W. 34 Ave. Apt. 2
Miami, FL 33133

ARTICLE VI - DURATION

This corporation shall have a perpetual existence unless
dissolved according to law.

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DIVISION OF CORPORATIONS,
TALLAHASSEE, FLORIDA

ARTICLE VII - PURPOSE

The purposes for which this corporation is organized are:

- (a) To engage and transact any and all lawful business which corporations normally do within the State of Florida.
- (b) To operate any legal business at the wholesale or retail level (or both) including but not limited to sales, services, and related for the operation of a car repair shop.

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any agent, to the full extent permitted by law.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

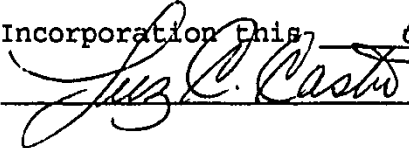
The business of this corporation shall be managed by a Board of Directors consisting of one or more members, the exact number to be determined from time to time in accordance with the By-Laws. The initial Board of Directors shall consist of two directors as follows:

Jaime G. Castro	Director, President and Treasurer 2724 S.W. 34 Ave. Apt.2, Miami, FL 33133
Luz C. Castro	Director, Vice-Pres. and Secretary 2724 S.W. 34 Ave. Apt.2, Miami, FL 33133

ARTICLE X - BY-LAWS

The Board of Director shall adopt By-Laws for this Corporation which may be amended, altered or repealed by the shareholders or directors in any manner permitted by law.

The undersigned incorporator has executed these Articles of Incorporation this 6 day of August 1997.

, Luz C. Castro

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

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.

1. The name of the corporation is _____
ALL STAR AUTO SERVICE & SALES, INC.

2. The name and address of the registered agent and office is:

Name _____
Luz C. Castro
Address _____
2724 S.W. 34 Ave. Apt.2, Miami, FL 33133

The following officer of this corporation has authorized the above person and office to be its registered agent and registered office.

Signature _____
Luz C. Castro
Title _____
Vice-President
Date _____
08-06-97

ACCEPTANCE BY AGENT

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 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

Signature _____
Luz C. Castro
Date _____
08-06-97

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TALLAHASSEE, FLORIDA