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8/29/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)399-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: NACHO'S AUTO PARTS, CORP.
AUDIT NUMBER.....H97000014388
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 3
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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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TAMPA, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 29, 1997

FAS-T CORP AGENTS

SUBJECT: NACHO'S AUTO PARTS, CORP.
REF: W97000020126

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The corporate name must be identical throughout the document.

The registered agent and street address must be consistent wherever it appears in your document.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

FAX Aud. #: H97000014388
Letter Number: 297A00043671

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

NACHO'S AUTO PARTS, CORP.

The principal place of business and mailing address of this corporation shall be:

21100 N.W. 58 Ave., Miami FL 33015

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 shares \$5.00 par value

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

Prepared by: Hispan-American Services, Inc.
1889 West Flagler Street
Miami, FL 33135 (305) 541-1040

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected,

Francisco I. Valdez
14909 S.W. 80 St. Apt. 212
Miami, FL 33193

Ana Esperanza Valdez
14909 S.W. 80 St. Apt. 212
Miami, FL 33193

Ana Delia Valdez
14909 S.W. 80 St. Apt. 212
Miami, FL 33193

ARTICLE VI INCORPORATOR(S)

The name(s) and address(es) of the incorporator(s) to these articles of incorporation is(are):

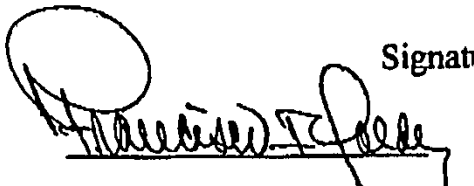
Francisco L. Valdez
14909 S.W. 80 St. Apt. 212
Miami, FL 33193

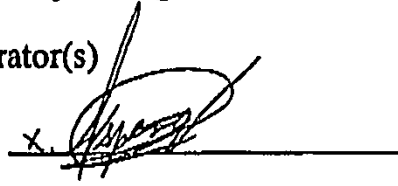
Ana Esperanza Valdez
14909 S.W. 80 St. Apt. 212
Miami, FL 33193

Ana Delia Valdez
14909 S.W. 80 St. Apt. 212
Miami, FL 33193

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 22 day of August, 1997

Signature(s) of Incorporator(s)


Ana Delia Valdez



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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

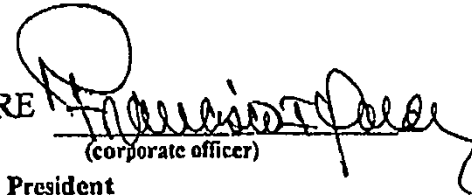
1. The name of the corporation _____
NACHO'S AUTO PARTS, CORP.

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

(P.O. BOX NOT ACCEPTABLE)
2 100 N.W. 58 Ave. Miami FL 33015

(ADDRESS OFFICE)

SIGNATURE

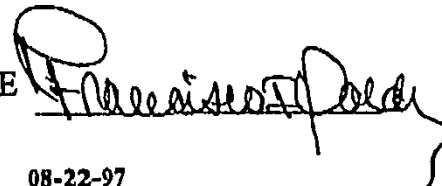

(corporate officer)

TITLE President

DATE 08-22-97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE



DATE 08-22-97

H97000014388