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JUL
INTERNATIONAL TRADE GROUP INC
175 FONTAINEBLEAU BLVD 2J3
MIAMI, FL 33172
305-223-8991 (PHONE)

Office Use Only

CORPORATION

MENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #) 6
2. _____ (Corporation Name) _____ (Document #) 100002242971--5
3. _____ (Corporation Name) _____ (Document #) -07/21/97--01097--018
4. _____ (Corporation Name) _____ (Document #) *****70.00 *****70.00

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

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

FILED
97 SEP -2 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W 97-1633
2257 53 / 2550

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 31, 1997

GLADSTONE R SOLOMON
175 FONTAINEBLEAU BLVD #2-J-3
MIAMI, FL 33172

SUBJECT: PARTS INTERNATIONAL CORPORATION
Ref. Number: W97000017706

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for PARTS INTERNATIONAL CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 197A00039166

THIS NAME SHOULD COME AVAILABLE
THE WEEK OF AUG 25/97
IF YOU NEED TO REACH ME PLEASE CALL ME
AT (305) 223 8154

**ARTICLES OF INCORPORATION
of
PARTS INTERNATIONAL CORPORATION**

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SEP - 2 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is Parts International Corporation.
175 Fontainebleau Blvd #2-j-3
MIAMI, FL. 33172

**ARTICLE II
SHARES**

The total number of shares which the corporation shall have authority to issue is 100 shares of no par value stock.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Gladstone R. Solomon
Parts International Corporation
175 Fontainebleau Blvd 2-J-3
Dade County
Miami, FL 33172

ARTICLE IV PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

ARTICLE V DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

Gladstone R. Solomon
9445 126 Terrace
Miami, FL 33176

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

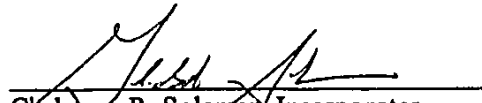
ARTICLE VII OTHER PROVISIONS

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the

President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

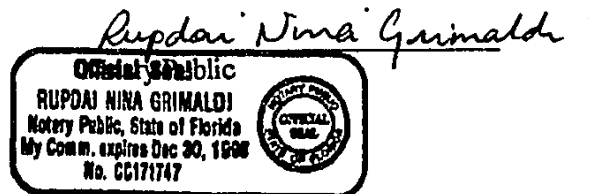
Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.


Gladstone R. Solomon, Incorporator
9455 SW 126th Terrace
Miami, FL 33176

State of Florida, County of Dade, ss:

Subscribed and sworn to (or affirmed) before me this 10 day of JULY, 1997.



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: PARTS International Corporation

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

GLADSTONE R. Solomon
(Name)
175 Fontainebleau Blvd. # 2j-3
(P.O. Box NOT acceptable)
Miami FL 33172
(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

SIGNATURE

[Signature]

DATE

JULY 28 1997