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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: ~~XXXXXXXXXXXX~~ *Greg Honda*

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: MIAMI AUTO PROTECTION, INC.

AUDIT NUMBER.....H97000014781

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Miami Auto Protection, Inc.

Article II. Address

The mailing address of the Corporation is:
Miami Auto Protection, Inc.
465 East 10th Avenue
Hialeah FL 33010

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Pedro R. Albanes
250 South Coconut Lane
Miami Beach FL 33139

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Pedro R. Albanes
Leonel Diaz, Jr.

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0686

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:
Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on .

The undersigned incorporator executed these Articles of Incorporation on September 8, 1997.


CORPORATE CREATIONS INTERNATIONAL INC.
Greg K. Kuroda Vice President

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0886

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FROM : P.R.A.

PHONE NO. : 305 534-2345

Sep. 09 1997 07:58PM P2

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Miami Auto Protection, Inc.

REGISTERED AGENT/OFFICE:

**Pedro R. Albanes
250 South Coconut Lane
Miami Beach FL 33139**

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



PEDRO R. ALBANES

Date: September 8, 1997

**Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0686**

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