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TRANSMITTAL LETTER

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

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-09/08/97--01159--012
****122.50 ****122.50

SUBJECT: MIAMI CAR PARTS, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM:

JOSE N. PRADO.

Name (printed or typed)

19800 S.W. 180 Ave. - Lot. # 545.

Address

MIAMI, FL. 33187.

City, State & Zip

(305)232-5710

Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 SEP -8 PM 1:49

FILED

NOTE: Please provide the original and one copy of the articles.

ma 9/9/97

ARTICLES OF INCORPORATION
OF
MIAMI CAR PARTS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract hereby form a corporation under the laws of the State of Florida:

ARTICLE I

The name of this corporation shall be MIAMI CAR PARTS, INC.

ARTICLE II

The corporation may engage in any lawful business, joint ventures, projects and any other business that is permissible under the laws of the United States and the State of Florida.

ARTICLE III

The authorized capital of this corporation shall consist of 1000 shares of common stocks of \$1.00 (one U.S. dollar) par value.

ARTICLE IV

The principal place of the corporation shall be as follows:
19800 S.W. 180 Ave. - Lot # 545
MIAMI, FL. 33187.

ARTICLE V

The initial registered agent and the incorporator for the corporation is:

JOSE N. PRADO.
19800 S.W. 180 Ave. - Lot # 545.
MIAMI, FL., 33187.

ARTICLE VI

The corporation shall not have less than one director as provided by the by-laws. The number of directors may either be increased or decreased with the consent of all stockholders.

ARTICLE VII

The power to adopt, alter, amend or otherwise dissolve the corporation shall be vested to the Board of Directors.

ARTICLE VIII

The following shall constitute the first Board of Directors and the officers of the corporation.

Name

Address

JOSE N. PRADO.
(P. S.T)

19800 S.W. 180 Ave. - # 545.
MIAMI, FL. 33187.

ARTICLE IX

The private properties of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.

ARTICLE X

Subject to the provisions and conditions of this article, the corporation shall have full power and lawful authority to accept properties, labor and services in lieu of payment of shares of its capital stocks at an appropriate evaluation to be fixed by the Board of Directors.

ARTICLE XI

The directors of the corporation may transact business, borrow, lend, deal, or contract with the corporation and with other person(s) competent and authorized to enter into contracts to full extent but only subject to the limitations and provisions of the laws of the State of Florida and the laws of the United States.

ARTICLE XII

The corporation shall indemnify each director and officer of the corporation against all or any expenses reasonably incurred by them in connection with or arising out of any action, suit or proceeding in which they may be involved, by reason of them being or having been the director or officers of the corporation, to the fullest extent permitted by subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.

ARTICLE XIII

The duration of the corporation shall be perpetual.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 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: MIAMI CAR PARTS, INC.

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

JOSE N. PRADO.

(Name)

19800 S.W. 180 Ave. - Lot. # 545.

(P.O. Box not acceptable)

MIAMI, FL. 33187.

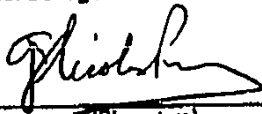
(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.

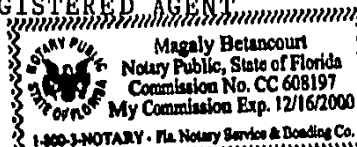


(Signature)

9/4/97

(Date)

INCORPORATOR/REGISTERED AGENT





DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314