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Telephone (305) 937-0300  
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November 6, 1997

Secretary of State  
Division of Corporation  
409 East Gaines Street  
Tallahassee, Florida 32399

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-11/10/97--01098--006  
\*\*\*\*122.50 \*\*\*\*122.50

**Re: Exotic Rims, Inc.**

Dear Sir/Madam:

Enclosed herewith please find original and (one) copy of Articles of Incorporation for **Exotic Rims, Inc.**, together with this firm's check in the amount of \$122.50, representing the necessary filing fee.

Please file said Articles of Incorporation, and return a certified copy of the same to us in the enclosed stamped returned envelope, provided for your convenience.

Thank you for your courtesy and cooperation in this matter. Should you have any questions, please do not hesitate to contact us at (305) 937-0300.

Very truly yours,

ROSENTHAL ROSENTHAL RASCO  
STOK DENBERG & WOLF

BY:

ADAM D. KAPLAN  
For the firm

FILED  
97 NOV 10 PM 12:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ADK/cc  
Enclosures

11/12/97-TM

**ARTICLES OF INCORPORATION**

**OF**

**EXOTIC RIMS, INC.**

**FILED**  
97 NOV 10 PM 12:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE ONE:**

The name of this corporation is: **EXOTIC RIMS, INC.**

**ARTICLE TWO:**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida, to wit: retail sales of automobile parts.

**ARTICLE THREE:**

The aggregate number of shares which this corporation shall have authority to issue is ONE HUNDRED (100) shares of common stock, ONE (\$1.00) DOLLAR par value, shall be designated as "Common Shares".

**ARTICLE FOUR:**

Shareholders of this corporation shall have full preemptive rights to acquire unissued or treasury shares of the corporation.

**ARTICLE FIVE:**

The street address of the initial principal office of this corporation is:

6043 NW 167 STREET, A#13, MIAMI, FL 33015

and the name and address of the Registered Agent of this corporation is:

**Adam D. Kaplan, Esq.**

Rosenthal Rosenthal Rasco Stok Denberg & Wolf  
2875 NE 191 Street, Suite 500  
Aventura, FL 33180

**ARTICLE SIX:**

This corporation shall have one (1) director to constitute its initial Board of Directors. The number of directors of the corporation may subsequently be increased or decreased from time to time according to the By-Laws of the corporation, but shall never be less than one (1). The name and address of the initial director of this corporation are:

**JOHN RIVERA**

ARTICLE SEVEN:


The name and address of the incorporator of this corporation, who is the person signing these Articles is:

Adam D. Kaplan, Esq.  
Rosenthal Rosenthal Rasco Stok Denberg & Wolf  
2875 NE 191 Street, Suite 500  
Aventura, FL 33180

ARTICLE EIGHT:

The Corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

NOW THEREFORE, the undersigned incorporator has executed these Articles of Incorporation this 6 day of November, 1997.

  
Adam D. Kaplan, Incorporator

STATE OF FLORIDA )

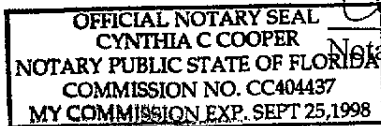
SS

COUNTY OF DADE )

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments and administer oaths, personally appeared ADAM D. KAPLAN, to me well known to be the person described as the incorporator in and who, in my presence, executed the foregoing Articles of Incorporation, and who acknowledged before me that subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the State and County above this 6 day of November, 1997.

My commission expires:



  
Notary Public - State of Florida

ACCEPTANCE OF REGISTERED AGENT

I, ADAM D. KAPLAN, the undersigned, having been designated as Registered Agent in the above and foregoing Articles of Incorporation of, do hereby accept such designation and agree to comply with the Laws of the State of Florida relative thereto.

  
ADAM D. KAPLAN  
Registered Agent

FILED  
97 NOV 10 PM 12:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA