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JORGE H VILLALOBOS

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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
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FROM: BUSINESS WORLD TRANSACTIONS, INC.
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ACCT#:

CONTACT: GEORGE G FICARDIE
PHONE: (305) 857-8448

FAX #:

(305) 857-8200

NAME: INFINITY AUTO SALES, INC.

AUDIT NUMBER.....H97000018816

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

CERT. OF STATUS..0

PAGES..... 3

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ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

INFINITY AUTO SALES. INC.

ARTICLE II PRINCIPAL OFFICE

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

11762 S.W. 173 Terr.
Miami, Fl. 33177

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Thousand (1000) shares at One Dollar (1.00) per value'

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Juan D. Martinez
11762 S.W. 173 Terr.
Miami, Fl. 33177

Prepared by:

Juan D. Martinez
11762 S.W. 173 Terr.
Miami, Fl. 33177
(305)253-4035

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ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Juan D. Martinez
11762 S.W. 173 Terr.
Miami, FL. 33177

Director & President.

Sonny B. Martinez
11762 S.W. 173 Terr.
Miami, FL. 33177

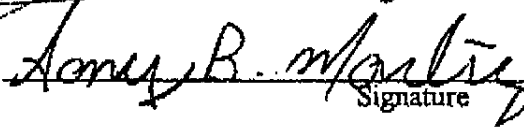
Director, Vice- President &
Secretary.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

10 day of March, 19 97



Signature



Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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

PURSUANT TO THE PROVISIONS OF SECTION 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:

INFINITY AUTO SALES, INC.

(must include suffix)

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

Juan D. Martinez

(NAME)

11762 S.W. 173 Terr

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Miami, Fl. 33177

(CITY/STATE/ZIP)

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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)

3-10-97

(DATE)

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