

LAW OFFICES OF MARY E. KRAMER, P.A.

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P98000005834

December 26, 1997

Florida Department of State
Division of Corporations
George Firestone Bldg.
409 E. Gaines Street
Tallahassee, FL 32399

100002395701--1
-01/03/98--01070--004
***122.00 ***122.00

RE: Filing of articles of incorporation

Dear Sir or Madam:

Enclosed please find the original and two copies of the proposed articles of incorporation for A & T Auto Sales, Inc. Also enclosed is my check in the amount of \$122 for the filing fee, and the corporate kit.

Please contact me directly if there are any questions or concerns.

Thank you kindly for your attention to this matter.

Sincerely,

Mary Kramer
Mary Kramer
Attorney at Law

FILED
98 JAN 20 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mary GAVE
MK/md AUTHORIZATION BY PHONE TO
CORRECT *acceptance*
DATE *1/20/98*
DOC EXAM *PM*

PM-1/20/98

W98-685



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 12, 1998

A & T AUTO SALES, INC.
330 BISCAYNE BLVD
BAYSIDE PLAZA, STE 310
MIAMI, FL 33132

We have received your document for A & T AUTO SALES, INC. and your check(s) totaling \$122.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

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) 487-6926.

Tracy Meyer
Document Specialist

Letter Number: 798A00001634

FILED

98 JAN 20 PM 3:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION FOR
A & T AUTO SALES, INC.**

The undersigned incorporator hereby forms the following corporation under the laws of the State of Florida:

ARTICLE I.

NAME

The name of the corporation is A & T Auto Sales, Inc.

ARTICLE II.

The corporation is organized for the purpose of transacting any or all lawful business, and to make any investments permitted under Fla. Stat. 607.

ARTICLE III.

CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to issue is One Hundred (100) shares of common stock with One Dollar par value which shall be designated as "common shares".

ARTICLE IV.

TERMS OF EXISTENCE

This corporation is to exist perpetually from the date these articles are filed with the Department of State, subject to the laws of the State of Florida.

ARTICLE V.

REGISTERED AGENT AND PRINCIPAL OFFICE ADDRESS

The street address of the initial Registered Agent is: 10015 S.W. 218 Street, Miami, Fl 33190. The Registered Agent is: Fabian Torres. The principle address of the corporate office is 10015 S.W. 218 Street, Miami, Fl 33190. Initially, the address of the registered agent and the principal office address are the same.

ARTICLE VI.

DIRECTORS

This corporation shall have (2) directors initially. The number of directors may be changed from time to time in accordance with by-laws adopted by the directors, but the number shall never be less than (1) one. The names and street addresses of the initial directors of the corporation are: Jose R. Alvarez 20537 N.E. 9th

Place, North Miami, Florida 33179; and Fabian Torres, 10015 S.W. 218th Street, Miami, Fl 33190.

ARTICLE VII.
INCORPORATOR

The name and address of the incorporator is Jose Alvarez, 20537 NE 9th Place, North Miami Beach, FL 33179.


ARTICLE VIII. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stockholders entitled to vote, unless all of directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

ARTICLE IX.
INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to full extent permitted by law.

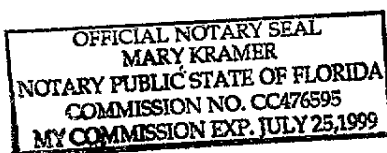
IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 29 day of December, 1997.


Jose Alvarez, Director

STATE OF FLORIDA))
COUNTY OF DADE) SS

I HEREBY CERTIFY that on this day, before me, and officer duly authorized in the state and Country aforesaid to take acknowledgements, personally appeared JOSE ALVAREZ, well known by me to be the person described in the foregoing document and who executed said document for the purpose expressed therein.

WITNESS my hand and seal this County and State last aforesaid
this 29 day of December, 1997.



Mary Ann
Notary Public
State of Florida at Large

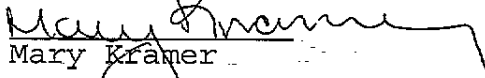
WRITTEN ACCEPTANCE OF REGISTERED AGENT

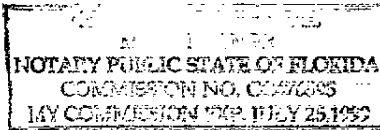
I, Fabian Torres, have reviewed the foregoing articles of incorporation for A & T Auto Sales, Inc. I hereby am familiar with and accept the duties and responsibilities of registered agent for A & T Auto Sales, Inc.


Fabian Torres

Signed to and sworn before me on this 16 day of January, 1998.
The Affiant is personally known to me.

Notary Public:


Mary Kramer



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98 JAN 20 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA