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SECRETARY OF STATE
TALLAHASSEE FLORIDA

2/25/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: SURTIDORA AUTOMOTRIZ INTERNATIONAL, INC.

AUDIT NUMBER.....H98000003769

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

CERT. OF STATUS..0

CERT. COPIES.....1

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ENGLISH:

Automotive Supplies International, Inc.

B. McKnight.. FEB 25 1998

H98-3769

ARTICLES OF INCORPORATION

Article 1: Name of Corporation SURTIDORA AUTOMOTRIZ INTERNATIONAL, INC.
Address of Corporation 14550 SOUTHWEST TERRACE
MIAMI, FLORIDA 33177

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000, with a par value of 0. (PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: EDUARDO A. ALVAREZ
and
REGISTERED OFFICE: 14550 SOUTHWEST 166th TERRACE
MIAMI, FLORIDA 33177

I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.



Signature of Registered Agent

2/24/98

Date

Article 4: The BOARD of DIRECTORS are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Vice-President. Then, Sec/Treasurer.

1. EDUARDO A. ALVAREZ 14450 SW 166th TERRACE, MIAMI, FL 33177
2. SONIA A. ALVAREZ 14450 SW 166th TERRACE, MIAMI, FL 33177
3. JACQUELINE R. ALVAREZ 14450 SW 166th TERRACE, MIAMI, FL 33177

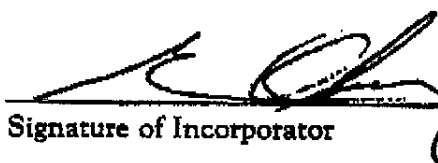
Article 5: The Name and Address of the INCORPORATOR is:

EDUARDO A. ALVAREZ
14450 SOUTHWEST 166th TERRACE
MIAMI, FLORIDA 33177

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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In witness whereof, I have subscribed my name



Signature of Incorporator

EDUARDO A. ALVAREZ

Prepared by:
Ace Industries, Inc.
54 NW 11th Street
Miami, FL 33136
(305) 358-2571

H98-3769