

**P9800018629**

**RICCA & WHITMIRE P.A.**  
**ATTORNEYS AT LAW**

Mariano Garcia  
Peter J. Malecki  
Brooks Ricca, Jr.\*  
Drennen L. Whitmire, Jr.

Clearlake Plaza, Suite 800  
500 South Australian Avenue  
West Palm Beach, Florida 33401

Please reply to:  
P.O. Drawer 4888  
West Palm Beach, FL 33402-4888

\* Board Certified: Civil Trial Lawyer  
◆ Board Certified: Business Litigation Law

Telephone (561) 833-4544  
Facsimile (561) 833-4524

Certified Legal Assistant  
Olivia M. Kendrick

April 7, 1998

*Return to  
E 1u ASAP*

Corporate Information Products  
ATTORNEYS' TITLE INSURANCE FUND, INC.  
Leon Branch/Attn: Julia  
660 E. Jefferson Street, Suite 200  
Tallahassee, Florida 32301

700002483047--6  
-04/08/98-01098-001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Interparts, Inc. - Articles of Incorporation/Fund No. 15094

Dear Julia:

Please find enclosed Articles of Incorporation for Interparts, Inc., a Florida corporation. Please file these upon receipt, there is an extra copy of the documents for stamping and return by regular mail. This must be filed upon receipt.

Enclosed is a check in amount of \$70.00 for the filing fee. Please bill us the \$10.00 for your fee for processing this incorporation filing.

Please call upon filing of the enclosed documentation with the document number. Also, call if you have any problem with accomplishing the filing of this incorporation upon receipt.

Sincerely,

*[Signature]*  
Mariano Garcia

MG/rb  
Enclosure

*[Signature]*  
4/20

*2098-2223*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

98 APR 20 PM 4:48

**RECEIVED**

98 APR -8 PM 2:38



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 8, 1998

ATTORNEYS' TITLE INSURANCE FUND, INC.  
660 E. JEFFERSON STREET  
SUITE 200  
TALLAHASSEE, FL 32301

SUBJECT: INTERPARTS, INC.  
Ref. Number: W98000007873

We have received your document for INTERPARTS, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as one of the names already on file. It is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 598A00018753

98 APR 20 PM 4: 25  
DIVISION OF CORPORATIONS

RECEIVED

RICCA & WHITMIRE, P.A.  
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April 17, 1998

Corporate Information Products  
ATTORNEYS' TITLE INSURANCE FUND, INC.  
Leon Branch/Attn: Barb  
660 E. Jefferson Street, Suite 200  
Tallahassee, Florida 32301

*Return to  
BIA REAP*

Re: Raul Garcia Automotive, Inc. - Articles of Incorporation/Fund No.  
15094

Dear Barb:

Please find enclosed Articles of Incorporation for Raul Garcia Automotive, Inc., a Florida corporation. Please file these upon receipt, there is an extra copy of the documents for stamping and return by regular mail. This must be filed upon receipt.

As we had previously tried to file this corporation using the name Interparts, Inc., the State already has the filing fee of \$70.00 in its possession. I have attached a copy of the State's rejection letter. Please bill us the \$15.00 for your fee for processing this incorporation filing.

Please call upon filing of the enclosed documentation with the document number. Also, call if you have any problem with accomplishing the filing of this incorporation upon receipt.

Sincerely,

  
Mariano Garcia

MG/rb  
Enclosure

ARTICLES OF INCORPORATION  
OF  
RAUL GARCIA AUTOMOTIVE, INC.,  
a Florida corporation

FILED  
98 APR 20 PM 4:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article I

Name

The name of the corporation is Raul Garcia Automotive, Inc..

Article II

Duration

This corporation shall have a perpetual existence.

Article III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Capital Stock

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value common stock.

Article V

Initial Registered Office and Agent

The street address and the principal place of business of this corporation is 200 S.W. 5th Court, Pompano Beach, Florida 33060. The initial registered office of the corporation shall be 500 Australian Avenue South, Suite 800, West Palm Beach, Florida 33401 and the name of the initial registered agent of this corporation at the address is Mariano Garcia, Esquire.

Article VI

Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
Raul M. Garcia	200 S.W. 5th Court Pompano Beach, FL 33060

Article VII

Officers

The following individuals be and are elected by the director to the offices set forth opposite their names, to serve until their successors are duly elected, qualified and seated:

<u>Name</u>	<u>Office</u>
Raul M. Garcia	President, Vice President, Secretary, Treasurer

Article VIII

Incorporators

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Mariano Garcia, Esquire	500 South Australian Avenue Suite 800 West Palm Beach, FL 33401

## Article IX

### Powers

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

## Article X

### Indemnification

This corporation shall indemnify its officers and directors, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal representatives of such a person. An adjudication of liability shall not affect the right to indemnification for those indemnified.

Article XI

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

Article XII

Bylaws

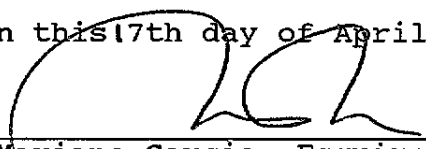
The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

Article XIII

Beginning of Corporate Existence

The date when the corporation shall commence shall be the date of filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17th day of April, 1998.

  
\_\_\_\_\_  
Mariano Garcia, Esquire  
Incorporator

STATE OF FLORIDA  
COUNTY OF PALM BEACH

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Mariano Garcia, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 17th day of April, 1998.

*Olivia M. Kendrick*  
NOTARY PUBLIC  
Printed Name of Notary: OLIVIA M. KENDRICK  
Commission No.: CC488660  
Commission Expiration: 8/15/1999

(NOTARIAL SEAL)



OLIVIA M KENDRICK  
My Commission CC488660  
Expires Aug. 15, 1999



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

Pursuant to the provisions of Section 607.0501, and 48.091, 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:

Raul Garcia Automotive, Inc.

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

Mariano Garcia, Esquire

(NAME)

500 Australian Avenue South, Suite 800

(STREET ADDRESS)

West Palm Beach, FL 33401

(CITY/STATE/ZIP)

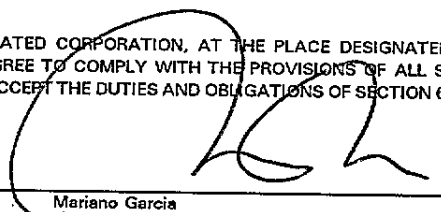
By: 

Mariano Garcia

TITLE Incorporator

DATE April 17, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

  
Mariano Garcia

DATE April 17, 1998

**FILED**  
**98 APR 20 PM 4:48**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**