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Law Offices

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Office Administrator

PLEASE REPLY TO
FT. LAUDERDALE OFFICE

March 30, 1998

VIA FED EX

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

600002478206--6
-04/03/98--01069--002
****122.50 ****122.50

RE: INCORPORATION OF NEW DESIGN REFINISHING, INC.
Property Address: 16300 NE 19 AVENUE, SUITE 107
N. MIAMI BEACH, FL 33162
Our File No.: 982160

EFFECTIVE DATE
3-30-98

To Whom It May Concern:

Enclosed you will find two Original Articles of Incorporation for the above referenced corporation. We have enclosed a check in the amount of \$122.50 for the filing of a certified copy of New Design Refinishing, Inc.

Thank you. Your attention to this matter is greatly appreciated.

Very truly yours,

Allison Velasquez

Allison Velasquez
Legal Assistant for
the Firm

av
Enc.

FILED
98 APR -3 AM 11:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

3/31/98

10TH FLOOR
66 WEST FLAGLER STREET
CONCORD BUILDING
MIAMI, FLORIDA 33130

SUITE 301
5200 TOWN CENTER CIRCLE
BOCA RATON, FLORIDA 33486

TRIV 12 #118A44
BOGOTA, COLOMBIA
637-3436/637-3458
FAX 637-3424

OFICINA NO. 312
TORRE U
AV. NACIONES UNIDAS 1084, Y AMAZONAS
QUITO - ECUADOR
TEL. (5932) 462 005/109/113, FAX (5932) 442 866

AV. PAULISTA, 807-2-CJS-22/15
SAO PAULO-SP, BRAZIL
TEL (011) 285-2311, FAX (011) 251-1323

BY APPOINTMENT ONLY AT EACH LOCATION

ARTICLES OF INCORPORATION

OF

NEW DESIGN REFINISHING, INC.

FILED
98 APR -3 AM 11:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as Incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, and other laws of the State of Florida hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

EFFECTIVE DATE
3-30-98

NAME

The name of the Corporation is NEW DESIGN REFINISHING, INC.

ARTICLE II

DURATION

The Corporation shall have perpetual existence, effective March 30, 1998.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which this Corporation may be incorporated under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares the Corporation is authorized to issue and have outstanding at any one time is One Hundred Thousand (100,000) shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 200 S.E. 9th Street, Fort Lauderdale, Florida 33316, and the name of the initial Registered Agent of the Corporation at that address is Carlos J. Reyes, Esq. of Montero, Finizio, Velasquez & Weissing, P.A..

ARTICLE VI

INITIAL CORPORATE OFFICE

The street address of the initial corporate office is 16300 N.E. 19th Avenue, Suite 107, N. Miami Beach, FL 33162.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial directors of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Rauben Rozier	8800 NW 21 Avenue Miami, FL 33147
Brian Lewis	3700 Marberry Lane Miramar, FL 33025

ARTICLE VIII

INCORPORATOR

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

Rauben Rozier
8800 N.W. 21st Avenue
Miami, FL 33147

ARTICLE IX

AMENDMENT

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 stock entitled to vote, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation can be made.

IN WITNESS WHEREOF, the undersigned has executed these
Articles of Incorporation this 1st day of April, 1998.

Rauben Rozier
Incorporator

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, authorized to take
acknowledgements in the State and County set forth above,
personally appeared Fl. Drivers License, known to be and known by me
to be the person who executed the foregoing Articles of
Incorporation, and he acknowledged before me that he executed these
Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal in the State and County aforesaid, this 1st day
of April, 1998.

Lorraine Vanella

Name: LORRAINE VANELLA
Commission No.: CC 709184
Notary Public
State of Florida at Large

My commission Expires: 1/19/02



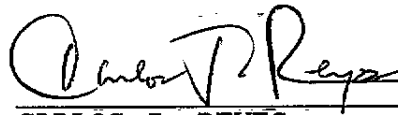
Lorraine Vanella
My Commission CC709184
Expires January 19, 2002

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of NEW DESIGN REFINISHING, INC., as made in the foregoing Articles of Incorporation. I hereby am familiar with and accept the duties and responsibilities of Resident Registered Agent for said corporation.

Date: 3/30/98

By:



CARLOS J. REYES
Registered Agent

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM SERVICE MAY BE SERVED

Pursuant to Section 48.091, Florida Statutes, the following is submitted in compliance therewith:

That NEW DESIGN REFINISHING, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in its Articles of Incorporation, in the County of Broward, State of Florida, has named Carlos J. Reyes, of 200 S.E. 9th Street, Fort Lauderdale, Florida 33316, as agent to receive service of process within this State.

ACKNOWLEDGEMENT:

Having been named to receive Service of Process for the above-named Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and to agree to comply with the provision of said Act relative to keeping open said office.


CARLOS J. REYES

CJR\ALLFORMS\CORP\ARTINC\NEW DESIGN REFIN

FILED
98 APR -3 AM 11:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA