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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: RQ INDUSTRIAL SUPPLY, CORP.

AUDIT NUMBER.....H98000008217

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

CERT. OF STATUS..1

PAGES..... 3

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

RQ INDUSTRIAL SUPPLY, CORP.

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

1905 Island Circle No. 107, Kissimmee, Florida 34741

ARTICLE II NATURE OF BUSINESS

This corporation import and export car, parts and others related and may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

600 SHARES \$ 1.00 PER VALUE

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

Prepared by:
Hispan American Services Inc.
1889 W. Flagler St.
Miami, FL 33135
(305) 541-1040

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected,

**Maria Elena Alvarez
Residencia SANS SOUCI
Edificio La Vera, Apt. 63
Ave. Francisco Solano
Chacaito, Caracas, Venezuela**

**Edith Carolina Godoy
1905 Island Circle # 116
Kissimmee, FL 34741**

ARTICLE VI INCORPORATOR(S)

The name(s) and address(es) of the incorporator(s) to these articles of incorporation is(are):

**Maria Elena Alvarez
Residencia SANS SOUCI
Edificio La Vera, Apt. 63
Ave. Francisco Solano
Chacaito, Caracas, Venezuela**

**Edith Carolina Godoy
1905 Island Circle # 116
Kissimmee, FL 34741**

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 30 day of April , 1998 .

Signature(s) of Incorporator(s)

Maria Elena Alvarez
Edith Carolina Godoy

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation _____
RQ INDUSTRIAL SUPPLY, CORP.

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

1905 Island Circle # 116, Kissimme, Miami, FL 34741

(P.O. BOX NOT ACCEPTABLE)

(ADDRESS OFFICE)

SIGNATURE *Leticia Elena Alvarez*
(corporate officer)

TITLE President

DATE 4/30/1998

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 607.325, FLORIDA STATUTES.

SIGNATURE *Edith Carolina Godoy*

DATE 4/30/1998