OFFICE U (Requestor's Name) 3320 S.W. 87th AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (Phone #) (City, State, Zip) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 2. (Document #) 700002622107--0 (Corporation Name) -08/21/98--01066--004 -****122.50 ****122.50 (Corporation Name) (Document #) (Document #) (Corporation Name) Certified Copy Pick up time Walk in Certificate of Status Will wait Photocopy Mail out AMENDMENTS NEW FILINGS Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent **Limited Liability** Dissolution/Withdrawal **Domestication** Merger Other REGISTRATION/ OTHER FILNGS QUALIFICATION Annual Report Foreign. Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other

Examiner's Initials

ARTICLES OF INCORPORATION

OF

PARTS DEPOT U.S.A. CORP.

I.

The name of the Corporation is: PARTS DEPOT U.S.A. CORP.

II.

This Corporation shall have perpetual existence, unless sooner dissolved according to Law.

Ш.

This Corporation is organized to transact any lawful business for which Corporation may be incorporated under the Florida General Corporation Act, or any successor Statute, to engage in any trade or business which can, in the opinion of the Board of Directors, be advantageously carried or any connection with or auxiliary to the foregoing: and to such other things and exercise such powers are incidental, necessary or desirable in order to accomplish the foregoing.

IV.

This Corporation is authorized to issued (60) shares of Common Stock at No par Value.

٧.

The street address of the initial register office of this Corporation is: 7933 N.W. 21st Street, Miami Florida, 33122. The name of the registered Agent of this Corporation is: Carlos Yepes

98 AUG 21 PH 2: 22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The name and address of the persons signing these Articles of Incorporation are:

■ JUAN CARLOS ESQUIVEL

6911 S.W. 71 St Street Miami Florida, 33143

■ JACK CASTRO

793<u>3</u> N.W. 21st Street Miami Florida, 33122

VII.

The Corporation shall have Two (2) directors initially. The number of Directors may be either increased or decreased from time to time. By the by-laws shall never be less than two (2) directors. The name and address of the initial Directors of this Corporation shall be:

■ JUAN CARLOS ESQUIVEL

6911 S.W. 71st STREET Miami Florida, 33143

■ JACK CASTRO

7933 N.W. 21st Street Miami Florida, 33122

ИШ.

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

This Corporation Shall have all the Corporate Powers enumerated in the Florida General Corporation Act, or any successor Statute.

X.

This Corporation shall indemnify and hold any or all it's officers and Directors harmless, to the full extend permitted by Law.

XI.

This Corporation reserves the right to amend or repeal any or all it's provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed in triplicate this 29th day of the month of April of 1997.

Juan Carlos Esquivel -President

STATE OF FLORIDA)					
)	SS			-	
COUNTY OF DADE)			-		

_____, a Notary Public authorized to take Before me, Jusa acknowledgment in the State and County set forth above personally appeared JUAN CARLOS ESQUIVEL, known to me and known to be the person (s) who executed the foregoing Articles of Incorporation of PARTS DEPOT USA CORP. for the purposes states therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 20th day of August of 1998

> OFFICIAL NOTARY SEAL TERESA ALINA AGUIAR NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC504324 NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires: 10/23/99

ACCEPTANCE BY REGISTRED AGENT

I, Carlos Yepes, the undersigned hereby acknowledge and accept the designation as Registered Agent for the Corporation named in these Articles of Incorporation.

Registered Agent.