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LOCAL REPRESENTATIVE TALLAHASSEE

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-09/08/98--01042--006

*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ERREUNO MOTORS, INC.

(Corporation Name)

(Document #)

2. (Corporation Name)

(Document #)

3. (Corporation Name)

(Document #)

4. (Corporation Name)

(Document #)



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Certificate of Status

NEW FILINGS

☒ Profit

☐ NonProfit

☐ Limited Liability

☐ Domestication

☐ Other

AMENDMENTS

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

☐ Name Reservation

REGISTRATION/
QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

FILED
98 SEP -8 PM 2:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
98 SEP -8 AM 10:58
DIVISION OF CORPORATION

Examiner's Initials

FILED

98 SEP -8 PM 2:56

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

ERREUNO MOTORS, INC.

ARTICLE I - NAME

The name of this corporation is ERREUNO MOTORS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Department of State.

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 100 of common stock at 50.00

ARTICLE V - RIGHTS UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares all receive a ratable distribution of the assets of the corporation.

Each shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

The street address of the initial registered office of this corporation is: 2170 N.W. 27th AVE.
MIAMI, FL. 33142

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

ISAAC ELBAZ

2170 N.W. 27th AVE.
MIAMI, FL. 33142

MOISES AMAR

AVENIDA SUCRE
LOS DOS CAMINOS
PRIMERA TRANSVERSAL # 15-18
CARACAS, VENEZUELA

ELIAS ELBAZ

AVENIDA PRINCIPAL DE LOS
CHOROS RESIDENCIA LOS CHOROS
PALACE APT 8B
CARACAS, VENEZUELA

VIRGINI ELBAZ

4038 STAGHORN LANE
WESTON, FL. 33331

The names and addresses of the persons signing these Articles are:

ISAAC ELBAZ

2170 N.W. 27th AVE.
MIAMI, FL. 33142

ARTICLE X - BY LAWS

The power to adopt, alter, amend and repeal bylaws shall be vested in the Board of Directors and shareholders.

ARTICLE XI - RESTRICTIONS ON THE TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set opposite their names:

<u>ISAAC ELBAZ</u>	<u>30</u>	<u>%</u>	<u>SHARES</u>
<u>MOISES AMAR</u>	<u>35</u>	<u>%</u>	<u>SHARES</u>
<u>ELIAS ELBAZ</u>	<u>35</u>	<u>%</u>	<u>SHARES</u>
<u>VIRGINI ELBAZ</u>	<u>-</u>	<u>%</u>	<u>SHARES</u>

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The prize and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XII - CUMULATIVE VOTING

At each election for directors each shareholders entitled to vote at such election shall have the right to cumulate his vote by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such number of such candidates.

ARTICLE XIII - CALLING OF SPECIAL MEETINGS

Special meetings of the shareholders may be called by Board of Directors.

ARTICLE XIV - SHAREHOLDERS QUORUM AND VOTING

Fifty percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of shareholders. If the quorum is present, the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XV - 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 shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 1st day of September 1998.

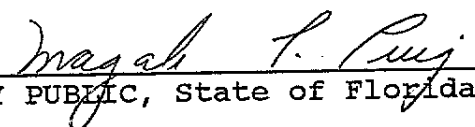


ISAAC ELBAZ

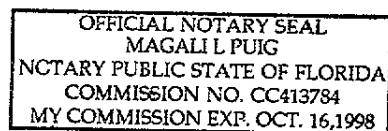
STATE OF FLORIDA)
) S.S.
COUNTY OF DADE)

BEFORE ME, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared ISAAC ELBAZ to me known to be the person described in and who executed the same for the purposes therein they expressed.

WITNESS my hand and official seal in the County and State last aforesaid on this 1st day of September 1998.



NOTARY PUBLIC, State of Florida at large



STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the
Services of Process Within This State, Naming Agent
Upon Whom Process May Be Served and Names
and Addresses of the Officers
and

ERREUNO MOTORS, INC.

The following is submitted, in compliance with Chapter 48.091,
Florida Status: _____

a corporation organized or organizing under the laws of the State
of Florida with its principal office at 2170 N.W. 27th AVE. MIAMI,
FL. 33142 in the city of cooper, county of Dade, State of Florida
has named ISAAC ELBAZ located at 2170 N.W. 27th AVE. MIAMI,
FL. 33142 County of Dade, State of Florida as its agent to accept
service of process within this State.

<u>NAME</u>	<u>TITLE</u>	<u>SPECIFIC ADDRESS</u>
<u>ISAAC ELBAZ</u>	<u>PRES</u>	<u>2170 N.W. 27th AVE.</u> <u>MIAMI, FL. 33142</u>
<u>MOISES ARMAR</u>	<u>VICE-PRE</u>	<u>AVENIDA SUCRE</u> <u>LOS DOS CAMINOS PRIMERA</u> <u>TRANSVERSAL # 15-18</u> <u>CARACAS, VENEZUELA</u>
<u>ELIAS ELBAZ</u>	<u>TREAS</u>	<u>AVENIDA PRINCIPAL DE LOS</u> <u>CHOROS RESIDENCIA LOS CHORO</u> <u>PALACE APT # 8B</u> <u>CARACAS, VENEZUELA</u>
<u>VIRGINI ELBAZ</u>	<u>SEC</u>	<u>4038 STAGHORN LANE</u> <u>WESTON, FL. 33331</u>

DIRECTORS:

NAME	SPECIFIC ADDRESS
ISAAC ELBAZ	2170 N.W. 27th AVE. MIAMI, FL. 33142
MOISES AMAR	AVENIDA SUCRE LOS DOS CAMINOS PRIMERA TRANSVERSAL # 15-18 CARACAS, VENEZUELA
ELIAS ELBAZ	AVENIDA PRINCIPAL DE LOS CHOROS RESIDENCIA LOS CHOROS PALACE APT # 8B CARACAS, VENEZUELA
VIRGINI ELBAZ	4038 STAGHORN LANE WESTON, FL. 33331

BY



ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept, service of process at the above Florida designated address) in some conspicuous place in office as required by Law.

FILED
98 SEP -8 PM 2:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA