

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305) 552-5973

(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

800902693198-2

-11/23/98-01006-020

\*\*\*\*\*78.75 \*\*\*\*\*78.75

OFFICE USE ONLY

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

1. XPRESS LUBES OF SOUTH FLORIDA, INC.

(Corporation Name)

(Document #)

2. \_\_\_\_\_

(Corporation Name)

(Document #)

3. \_\_\_\_\_

(Corporation Name)

(Document #)

4. \_\_\_\_\_

(Corporation Name)

(Document #)

Walk in

Pick up time

2/20

Certified Copy

Mail out

Will wait

Photocopy

Certificate of Status

ED  
99 NOV 20 AM 11:54

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

| NEW FILINGS                         |                   |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit            |
| <input type="checkbox"/>            | NonProfit         |
| <input type="checkbox"/>            | Limited Liability |
| <input type="checkbox"/>            | Domestication     |
| <input type="checkbox"/>            | Other             |

| AMENDMENTS               |                                       |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment                             |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent            |
| <input type="checkbox"/> | Dissolution/Withdrawal                |
| <input type="checkbox"/> | Merger                                |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

RECEIVED  
08/01/98

| REGISTRATION/<br>QUALIFICATION |                     |
|--------------------------------|---------------------|
| <input type="checkbox"/>       | Foreign             |
| <input type="checkbox"/>       | Limited Partnership |
| <input type="checkbox"/>       | Reinstatement       |
| <input type="checkbox"/>       | Trademark           |
| <input type="checkbox"/>       | Other               |

Examiner's Initials

B  
1  
6  
ED

ARTICLES OF INCORPORATION  
OF  
XPRESS LUBES OF SOUTH FLORIDA, INC.

98 NOV 20 AM 11:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

ARTICLE I NAME

The name of this corporation shall be: XPRESS LUBES OF SOUTH FLORIDA, INC.

ARTICLE II DURATION

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III PURPOSE

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

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issued ONE THOUSAND (1000) shares of ONE (\$1.00) DOLLAR par value common stock.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation and the principal office and mailing address, which are identical, is :7311 S.W. 41th STREET, MIAMI, FLORIDA 33155

The name of the initial registered agent of this corporation is :

JOSE GALLARDO

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation should have TWO (2) DIRECTORS initially. The number of directors may be either increased or diminished from time to time by the BY-LAWS but shall never be less than one. The name and address of the initial directors of this corporation are:

| <u>NAME</u>          | <u>ADDRESS</u>               | <u>OFFICE</u>         |
|----------------------|------------------------------|-----------------------|
| <u>JOSE GALLARDO</u> | <u>7311 S.W. 41st STREET</u> | <u>President/Sec.</u> |
|                      | <u>MIAMI, FLORIDA 33155</u>  |                       |
| <u>DON HYNDS</u>     | <u>7311 S.W. 41st STREET</u> | <u>VP / Treasurer</u> |
|                      | <u>MIAMI, FLORIDA 33155</u>  |                       |

ARTICLE VII INCORPORATOR

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

JOSE GALLARDO 7311 S.W. 41st STREET  
MIAMI, FLORIDA 33155

ARTICLE VIII BY-LAWS

The power to adopt, alter, amend or repeal BY-LAWS shall be vested in the Board Of Directors.

ARTICLE IX POWERS

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

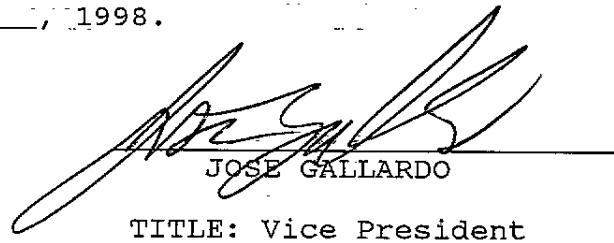
ARTICLE X INDEMNITY

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI AMENDMENTS

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.

The undersigned has executed these Articles of Incorporation this 19th day of NOVEMBER, 1998.



JOSE GALLARDO

TITLE: Vice President

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

Pursuant to the provisions of section 607.0501, 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: XPRESS LUBES OF SOUTH FLORIDA, INC.
2. The name and address of the registered agent and office is: \_\_\_\_\_

Name: JOSE GALLARDO

Address: 7311 S.W. 41st STREET, MIAMI, FLORIDA 33155

JOSE GALLARDO

TITLE: Vice President

## ACKNOWLEDGMENT AND ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

JOSE GALLARDO

DATE: NOVEMBER 19, 1998