

PG99000082888
TRANSMITTAL LETTER FILED

99 SEP 13 PM 4: 19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

500002984725--3

-09/13/99--01045--010

****122.50 *****78.75

SUBJECT: HONDA SPECIALIST AUTO SERVICES, INC.

(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

KARL GUERRA

Name (printed or typed)

2501 NW 41th Street

Address

MIAMI, FL. 33142

City, State & Zip

(305) 634-0056

Daytime Telephone number

PH 9/20/99

NOTE: Please provide the original and one copy of the articles.

CERTIFICATE OF INCORPORATION

FILED

99 SEP 13 PM 4: 19

HONDA SPECIALIST AUTO SERVICES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, hereby for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

HONDA SPECIALIST AUTO SERVICES, INC.

ARTICLE II

The corporation may engage in any activity of business permitted under the laws of the UNITED STATES and the State of Florida.

ARTICLE III

The numbers of shares of stock, with \$10.00 per value, that this corporation is authorized to have outstanding at any time is 50.

ARTICLE IV

The amount of capital with this corporation will begin business not be less than five hundred dollars (\$500.00).

ARTICLE V

This corporation is to have a perpetual existence.

ARTICLE VI

The principal office of this corporation shall be:

Office: 2501 N W 41 Street, Miami Fl. 33142

MAIL ADDRESS: SAME

ARTICLE VII

The number of Board Directors of the Corporation shall not be less than one person. The names and post office addresses of the first Boards, of Directors, who subject to the provisions of the Certificate of Incorporation, the By-laws and the acts of legislature, shall hold for the first year of the Corporation's existence or until their successors are elected and shall be duly qualified, are:

KAREL GUERRA
15590 S W 58th Street
Miami, FL. 33193


PRESIDENT

YENI GUERRA
15590 S W 58th Street
Miami, FL. 33193


SECRETARY

ARTICLE VIII

The names and post office addresses of each subscriber to the Certificate of Incorporation are as follows:

KAREL GUERRA
15590 S W 58th Street
Miami, FL. 33193

50%

YENI GUERRA
15590 S W 58th Street
Miami, FL. 33193

50%

ARTICLE IX

No contract or other transaction between this corporation and ant other Corporation shall be affected or invalidated by the fact that any one or more of the Directors of this Corporation is or are interested in. or is a Director of officer of or are Directors or Officers of such other corporation.

The Corporation shall have the further right and power to from time to time, to determine whether and to what extent, at what time and places and under what conditions and regulations the accounting book of this Corporation, other than the stock book, or any of them shall be open to inspection of the shareholders, and no stockholders shall have any right if inspections any account book or document of this Corporation, except as conferred by statute, unless authorized by resolutions of Stockholders or Board of Directors. The Corporation in its By-laws confers powers foregoing and in addition to the powers authorized and expressly conferred by Statute.

Both stockholders and Directors shall have the power, if the By-laws so provide, to offices, within or without the State of Florida, and to keep the books of this Corporation subject of the provisions of the Statute outside the State of Florida at such places as may from time to time or designated by the Board of Directors.

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate Statute, and all rights deferred upon the shareholders herein or granted subject to this reservation.

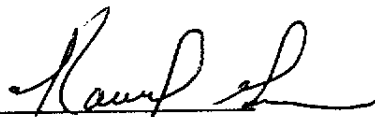
ARTICLE X


The Corporation shall have the power to purchase or otherwise acquire directly and/or through ownership of stock in any corporation, all or any part of the business, goodwill, rights, property, assets or any individual, and to pay for the same in cash with the stock of this Corporation, bonds, or otherwise, and to hold or in the same manner dispose of the whole or any part of the property so purchased, or to conduct in any lawful manner whole or any part of the business so acquired, provided that of the State of Florida, and nay acts amendatory thereto; and to exercise all the powers necessary or convenient in or about the conducting and management of such business.

To enter into general partnerships, limited partnership (whether the Corporation be a limited or general partnership) joint ventures, syndicates, polls, associations, and other arrangements for carrying one or more of the purposes set forth herein jointly or in common with others, so long as the Corporation would have the power to do so along.

The undersigned , being each and all of the original subscribers to the capital stock herein above named for the purpose of forming a Corporation for profit to do business both within and without the State of Florida, do hereby make subscribe, and acknowledge and file this Certificate hereby declaring and certifying that the facts herein stated are true, and do respectively agree to abide by the Articles as herein stated.

The undersigned incorporators have executed the Articles of Incorporation this 9th day of September, 1999.


KAREL GUERRA
PRESIDENT


YENI GUERRA
SECRETARY

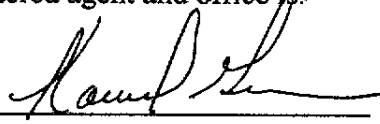
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

FILED
99 SEP 13 PM 4: 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


The name of the Corporation is: HONDA SPECIALIST AUTO SERVICES, INC.

The name and address of the registered agent and office is:


KAREL GUERRA
15590 SW 58th Street
Miami, FL. 33193

ACKNOWLEDGMENT

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


KAREL GUERRA
REGISTERED