

P99000088/63

TRANSMITTAL LETTER

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

EFFECTIVE DATE  
9-29-99

800003003568--9  
-10/04/99-01032-007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Millennium Auto & Truck Sales, Inc.

Enclosed are two (2) originals of the articles of incorporation and a check for \$ 78.75 for Filing Fees, Registered Agent Designation and Certified Copy.

FROM: Felipe Batlle  
Name (printed or typed)  
P.O. Box 55-7441  
Address  
Miami, Florida 33255-7441  
City, State & Zip  
(305) 665-2162  
Daytime Telephone Number

STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

99 OCT -4 AM 9:53

FILED

Millennium Auto & Truck Sales Inc.  
b: trlrmill 09/29/99

11/10/99

**EFFECTIVE DATE**

9-29-99

**ARTICLES OF INCORPORATION  
OF  
MILLENNIUM AUTO & TRUCK SALES INC.**

WE, THE UNDERSIGNED, INCORPORATORS TO THESE ARTICLES OF INCORPORATION, NATURAL PERSONS COMPETENT TO CONTRACT, HEREBY PRESENT THESE ARTICLES FOR THE FORMATION OF A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, PURSUANT TO THE FLORIDA BUSINESS CORPORATION ACT.

**ARTICLE I  
CORPORATE NAME**

THE NAME OF THE CORPORATION SHALL BE:  
**MILLENNIUM AUTO & TRUCK SALES INC.**

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THE CORPORATION SHALL BE:

**4320 N.W. 135TH STREET  
OPA LOCKA, FLORIDA 33054**

**ARTICLE III  
NATURE OF CORPORATE BUSINESS**

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA.

**ARTICLE IV  
CAPITAL STOCK**

THIS CORPORATION SHALL BE AUTHORIZED TO HAVE A MAXIMUM OF THREE HUNDRED (300) SHARES OF STOCK OUTSTANDING AT ANY ONE TIME. THE SHARES OF STOCK AUTHORIZED SHALL HAVE NO PAR VALUE.

**ARTICLE V  
INITIAL CAPITAL**

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL BEGIN BUSINESS SHALL BE ONE THOUSAND NO/100 DOLLARS.

**ARTICLE VI  
DURATION AND BEGINNING OF CORPORATE EXISTENCE**

THIS CORPORATION IS TO EXIST PERPETUALLY. THE DATE WHEN THE CORPORATE EXISTENCE OF THIS CORPORATION SHALL BEGIN SHALL BE THE TIME OF SUBSCRIPTION AND ACKNOWLEDGEMENT OF THESE ARTICLES OF INCORPORATION.

FILED  
99 OCT -4 AM 9:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VII  
INITIAL REGISTERED AGENT AND STREET ADDRESS**

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE OF THIS CORPORATION TO ANY OTHER ADDRESS IN FLORIDA. THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

**CARLOS A. ARANGO  
8105 N.W. 164TH TERRACE  
MIAMI, FLORIDA 33016**

**ARTICLE VIII  
DIRECTORS**

THIS CORPORATION SHALL HAVE THREE DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED, OR DIMINISHED, FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKHOLDERS.

THE NAME AND ADDRESS OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND THE SLATE OF CORPORATE OFFICERS ARE AS FOLLOWS:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
<b>JAIIME MARTINEZ</b>	<b>2368 N.W. 161ST AVENUE PEMBROKE PINES, FLORIDA 33028</b>	<b>PRESIDENT</b>
<b>CARLOS A. ARANGO</b>	<b>8105 N.W. 164TH TERRACE MIAMI, FLORIDA 33016</b>	<b>SECRETARY</b>
<b>JORGE BONNET</b>	<b>210-174TH STREET #2402 SUNNY ISLES, FLORIDA 33160</b>	<b>VICE-PRESIDENT</b>

**ARTICLE IX  
INCORPORATORS**

THE NAME AND STREET ADDRESS OF THE INCORPORATORS TO THESE ARTICLES OF INCORPORATION ARE:

<u>NAME</u>	<u>ADDRESS</u>	
<b>JAIIME MARTINEZ</b>	<b>2368 N.W. 161ST AVENUE PEMBROKE PINES, FLORIDA 33028</b>	<b>PRESIDENT</b>
<b>CARLOS A. ARANGO</b>	<b>8105 N.W. 164TH TERRACE MIAMI, FLORIDA 33016</b>	<b>SECRETARY</b>
<b>JORGE BONNET</b>	<b>210-174TH STREET #2402 SUNNY ISLES, FLORIDA 33160</b>	<b>VICE-PRESIDENT</b>

**ARTICLE X  
PRE-EMPTIVE RIGHTS**

SHOULD ANY STOCKHOLDERS WISH TO DISPOSE OF HIS STOCK, IT SHALL FIRST BE OFFERED TO THE REMAINING STOCKHOLDERS, AT A PRICE NO GREATER THAN A BONAFIDE OFFER BY ANY THIRD PERSON AND SAID STOCK SHALL BE AVAILABLE FOR A PERIOD OF NINETY (90) DAYS TO SUCH REMAINING STOCKHOLDERS. IN THE EVENT THAT ANY OF THE SAID STOCK IS NOT PURCHASED WITHIN NINETY (90) DAYS OF THE OFFER, SAID STOCK MAY THEN BE SOLD BY THE STOCKHOLDER AT THE PRICE OF THE BONAFIDE OFFER OF THE THIRD PERSON.

**ARTICLE XI  
AMENDMENTS**

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS AND APPROVED AT A STOCKHOLDERS' MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON, UNLESS ALL THE DIRECTORS AND STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE.

**ARTICLE XII**

THE STOCK OF THE CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS OF SECTION 1244 OF THE INTERNAL REVENUE CODE, SO THAT THE STOCKHOLDERS MAY RECEIVE THE BENEFITS PROVIDED THEREUNDER.

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 29TH DAY OF SEPTEMBER 1999.

  
\_\_\_\_\_  
CARLOS A. ARANGO

FILED  
99 OCT -4 AM 9:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

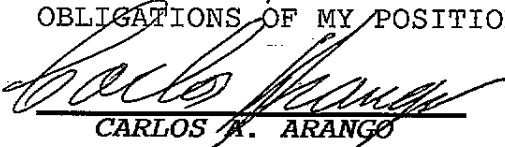
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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:  
**MILLENNIUM AUTO & TRUCK SALES INC.**
2. The name and address of the registered agent and office is:  
**CARLOS A. ARANGO  
8105 N.W. 164TH TERRACE  
MIAMI, FLORIDA 33016**

**ACKNOWLEDGEMENT:**

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 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.

  
CARLOS A. ARANGO

September 29, 1999

Date