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FILED  
99 NOV 29 AM 10:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

November 24, 1999

Division of Corporations  
NEW FILING DEPT.  
P.O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

100003055601-2  
-11/29/99-01123-016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir or (Madam) :

Enclosed please find the Articles of Incorporation of ADVANCE PARTS SYSTEMS, INC. along with the filing fees of \$ 70.00 as a new corporation.

If you have any questions, please feel free to call me.

Truly yours,

  
Mario Campos

12-2  
MC

**ARTICLES OF INCORPORATION**  
**OF**  
**ADVANCE PARTS SYSTEMS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED INCORPORATORS, HEREBY ASSOCIATE  
OURSELVES TOGETHER FOR THE PURPOSE OF BECOMING A CORPORATION  
UNDER THE LAWS OF THE STATE OF FLORIDA, PROVIDING THE  
PROVISIONS OF THE STATUTES OF THE STATE OF FLORIDA, PROVIDING  
THE INFORMATION, LIABILITIES, RIGHTS, PRIVILEGES AND IMMUNITIES OF  
CORPORATION NOT FOR PROFIT.

**ARTICLE I**

THE NAME OF THIS CORPORATION SHALL BE:

**ADVANCE PARTS SYSTEMS, INC.**

**ARTICLE II**

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

**ARTICLE III**

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION  
IS AUTHORIZED TO HAVE OUTSTANDINGS AT ANY TIME SHALL BE AS  
FOLLOWS:

ONE HUNDRED SHARES, AT \$ 10.00 PAR VALUE, COMMON STOCK.

THE SUBSCRIBING SHAREHOLDERS ARE AS FOLLOW:

NAME	SHARES
MAXIMILIANO FERIA	100. %

THE ENTIRE VOTING POWER OF THE CORPORATION SHALL BE VESTED  
AND BE ENTITLED TO ONE VOTE, AS SHALL BE MORE FULLY SET FORTH  
AND DETERMINED IN THE BY-LAWS OF THIS CORPORATION.

#### ARTICLE IV

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL BEGIN  
BUSINESS SHALL BE NO LESS THAN \$ 1,000.00.

#### ARTICLE V

THE CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

#### ARTICLE VI

THE CORPORATION STREET ADDRESS OF THE OFFICE OF THIS  
CORPORATION SHALL BE:

15451 SW 169 LANE  
MIAMI , FLORIDA 33156

#### ARTICLE VII

THE NUMBERS OF DIRECTORS SHALL NOT BE LESS THAN ONE (1) AND NOT  
MORE THAN THREE (3).

#### ARTICLE VIII

THE RESIDENT AGENT OF THE CORPORATION OF ACCEPTANCE OF  
SERVICE OF PROCESS WITHIN FLORIDA SHALL BE:

MAXIMILIANO FERIA

15451 SW 169 LANE

MIAMI , FLORIDA 33156

**ARTICLE IX**

THE NAME, STREET ADDRESS OF THE FIRST DIRECTORS WHO, SUBJECT TO THE PROVISIONS OF THE CERTIFICATE OF INCORPORATION, THE BY-LAWS AND THE YEAR OF THE CORPORATION'S EXISTENCE, OR UNTIL THEIR SUCCESSIONS ARE ELECTED AND HAVE QUALIFIED ARE:

MAXIMILIANO FERIA

15451 SW 169 LANE  
MIAMI , FL. 33156

**ARTICLE X**

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

MAXIMILIANO FERIA

15451 SW 169 LANE  
MIAMI , FL. 33156

**ARTICLE XI**

THE CORPORATION SHALL HAVE THE RIGHT AND POWER TO: FROM TIME TO TIME DETERMINE WHETHER AND TO WHAT EXTENT AND AT WHAT TIMES AND PLACES AND UNDER WHAT CONDITIONS AND REGULATIONS, THE ACCOUNTS AND BOOKS OF THIS CORPORATION BE OPEN TO INSPECTION BY STATUTE, UNLESS AUTHORIZED BY A RESOLUTION OF THE BOARD OF DIRECTORS.

THE CORPORATION MAY IN ITS BY-LAWS CONFER POWERS UPON ITS BOARD OF DIRECTORS OR OFFICERS, IN ADDITION TO THE FOREGOING

AND IN ADDITION TO POWERS AUTHORIZED AND EXPRESSLY CONFERRED BY STATUTE.

IF THE BY-LAWS SO PROVIDE TO HOLD THEIR RESPECTIVE MEETINGS, AND TO HAVE ONE OR MORE OFFICES WITHIN THE STATE OF FLORIDA.

THE CORPORATION RESERVES THE RIGHT TO AMEND, ALTER, CHANGE OR REPEAL ANY PROVISION CONTAINED IN THIS CERTIFICATE OF INCORPORATION, IN THE MANNER NOW OR HEREAFTER DESCRIBED AND PRESCRIBED BY STATUTE.

## ARTICLE XII

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS.

THE NAME AND ADDRESS OF THE INITIAL DIRECTORS OF THIS CORPORATION ARE:

MAXIMILIANO FERIA  
MAXIMILIANO FERIA

PRESIDENT  
SECRETARY


Address: 15451 SW 169 LANE  
MIAMI , FLORIDA 33156

WE THE UNDERSIGNED, BEING ALL OF THE ORIGINAL INCORPORATORS HEREIN ABOVE NAMED FOR PROFIT CORPORATION TO DO BUSINESS BOTH WITHIN AND WITHOUT THE STATE OF FLORIDA, DO HEREBY MAKE, ACKNOWLEDGE AND FILE THIS CERTIFICATE, HEREBY DECLARING AND CERTIFYING THAT THE FACTS HEREIN STATED ARE TRUE.

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared the person named above, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledges before me that he executed those Articles of Incorporation.

  
MAXIMILIANO FERIA  
PRESIDENT

  
MAXIMILIANO FERIA  
SECRETARY

  
OFFICIAL NOTARY SEAL  
MARIO C CAMPOS  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC844025  
MY COMMISSION EXP. JUNE 6, 2003

**CERTIFICATE OF DESIGNATION**

**REGISTER AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501 or 617.0501, 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:  
**ADVANCE PARTS SYSTEMS, INC.**

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

**MAXIMILIANO FERIA**  
15451 SW 169 LANE  
MIAMI , FL. 33156

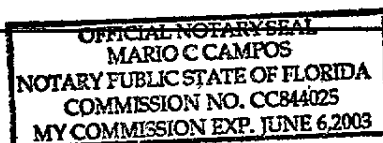
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

**MAXIMILIANO FERIA**

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL IN THE STATE AND COUNTY AFORESAID, THIS DAY OF November 18<sup>th</sup>, 1999.

**NOTARY PUBLIC, STATE OF FLORIDA**

My Commission Expires:



99 NOV 29 AM 10:16  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399