

OFFICE USE ONLY (Document #)

EXPRESS CORPORATE FILING SERVICE

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CORAL GABLES, FLORIDA 33134

(City, State, Zip)

(305) 444-4994

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-12/21/99--01018--021

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

OFFICE USE ONLY

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

1. RACK & AXLES 2000, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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☐ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

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

REGISTRATION/ 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

99 DEC 17 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF INCORPORATION
OF
RACK & AXLES 2000, INC.**

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida. Providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit.

ARTICLE I

The name of this corporation should be:

RACK & AXLES 2000, INC.

ARTICLE II

The corporation will engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of non par value. All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the bylaws or written agreement among the stockholders which shall be on file in the office of the corporation.

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TALLAHASSEE FLORIDA

ARTICLE V

The amount of the capital with which its corporation may begin doing business shall not be less than five hundred dollars (\$500.00).

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address of the principal office of the corporation in the State of Florida is: 4265 N.W. 37 AVE. MIAMI, FL 33142

The board of directors may from time to time move the principal office to any other address in the State of Florida. The registered address of the corporation is: 4265 N.W.37 AVE. MIAMI, FL 33142

The registered agent at the address is:

ANDRES RODRIGUEZ

ARTICLE VIII

The business of the corporation shall be managed by a board of directors consisting of no less than one, any more than five directors. A quorum for the holding of a meeting of the board of directors and for the transactions of any business, which will be properly done by the directors on behalf of the corporation, shall consist of majority of members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an executive committee.

ARTICLE IX

The names and post office of the members of the first board of directors and the state of corporate officers are as follows:

ANDRES RODRIGUEZ

PRESIDENTE

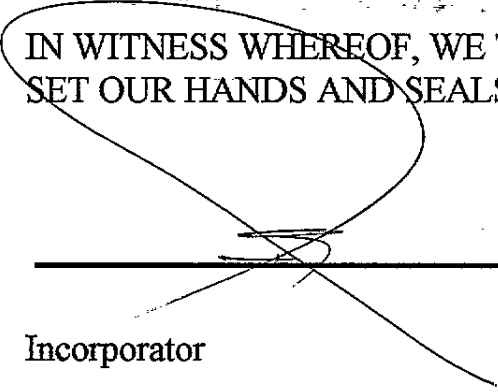
FLORENCIO G CASTILLO

VICE-PRESIDENTE

ARTICLE X

THE STOCK OF THE CORPORATION MAY BE ISSUED
PURSUANT TO THE PROVISIONS OF SECTION 1244. OF THE
INTERNAL REVENUE SERVICE THE BENEFITS PROVIDED
THEREUNDER.

IN WITNESS WHEREOF, WE THE ENCORPORATORS HEREUNTO
SET OUR HANDS AND SEALS, THIS DECEMBER 02,1999



Incorporator

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

Pursuant to the provisions of the section 607.0501, Florida Statutes, the undersigned corporations, organized under the law of the State of Florida. The name of the corporation is RACK & AXLES 2000, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida has named:

ANDRES RODRIGUEZ

4265 N.W. 37 AVE. MIAMI, FL 33142

Agent to accept process in State of Florida County of Dade.

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.

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