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(City/State/Zip/Phone #)

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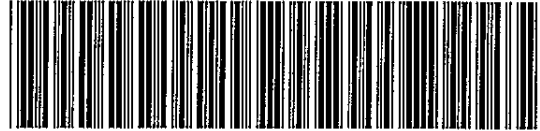
(Business Entity Name)

(Document Number)

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2003 DEC -5 PM 3:12  
TALLAHASSEE FLORIDA

js 12/10/03

TRANSMITTAL LETTER

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2003 DEC -5 PM 3:12

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

SUBJECT: AFTER MARKET PARTS, CORP.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Claudia Villanueva  
Name (Printed or typed)

14340 S.W 33 Court  
Address

Miramar, FL. 33027  
City, State & Zip

305-336-0592  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION  
OF  
AFTER MARKET PARTS, CORP.**

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TALLAHASSEE FLORIDA  
CLERK OF THE STATE

I, the undersigned, in order to form a corporation under and pursuant to the provisions of the Laws of Florida for the purposes set forth below, hereby subscribe to these Articles of Incorporation.

**ARTICLE I**

**NAME:** The name of the corporation shall be **AFTER MARKET PARTS, CORP.**

**ARTICLE II**

**PURPOSE:** The purpose and general nature of the business to be conducted and transacted by the corporation shall be as follows:

- A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.
- B. To purchase for investment and resale, and to traffic in land, property, houses and buildings and other property of any nature. To create, sell and deal in freehold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.
- C. To draw, make, accept, endorse, discount, negotiable instruments, including bonds, debentures, or other obligations of this corporation, whether secured by mortgage pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful objects.
- D. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness, created by any corporation and while owner of such stock or evidence of indebtedness, to exercise all of the rights, powers and privileges or ownership, including the right to vote according to the rights of said instruments and agreements.
- E. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor

counted as outstanding for the purpose of any stockholder's quorum or vote. Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

### **ARTICLE III**

**SHARES:** The number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares at \$1.00 par value.

### **ARTICLE IV**

**CAPITAL STOCK:** The amount of capital with which this corporation shall begin business shall be \$100.00.

### **ARTICLE V**

**DURATION:** This corporation shall have a perpetual existence commencing upon filing of the articles of incorporation with the Secretary of State.

### **ARTICLE VI**

**PRINCIPAL OFFICE:** The principal office of this corporation shall be located at 7485 West 2<sup>nd</sup> Court, Hialeah, Fl. 33014.

### **ARTICLE VII**

**NUMBER OF BOARD MEMBERS:** The board of directors of this corporation shall consist of no less than one and no more than four members.

### **ARTICLE VIII**

**INITIAL BOARD OF DIRECTORS AND OFFICERS:** The names and addresses of the first Board of Directors as well as Incorporators who shall, subject to these Articles of Incorporation, by-laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, is as follows:

|                       |  |
|-----------------------|--|
| Claudia M. Villanueva | 14340 SW 33 Court<br>Miramar, Fl. 33027                  |
| Michael Pilarski      | 9766 S.W 138 <sup>th</sup> Ave.<br>Miami, Fl. 33186-6818 |
| Diana M. Arguez       | 15048 S.W 55 Terrace<br>Miami, Fl. 33185                 |
| Patricia M. Cuberos   | 15811 SW 24 Street<br>Miramar, Fl. 33027                 |

**ARTICLE IX**

**INITIAL REGISTERED AGENT:** The registered agent and the registered office for this corporation are:

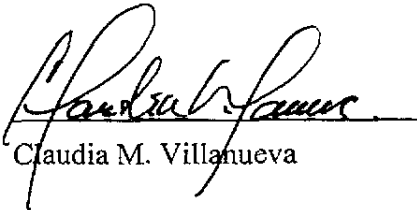
|                       |   |
|-----------------------|---|
| Claudia M. Villanueva | 7485 West 2 <sup>nd</sup> Court<br>Hialeah, Fl. 33014 |
|-----------------------|---|

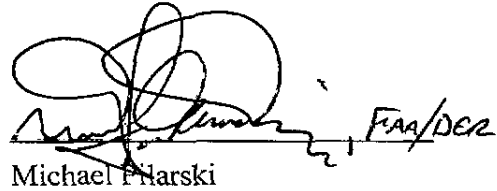
**ARTICLE X**

The names and addresses of each subscriber to these Articles of Incorporation, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of \$100.00, the amount of capital with which this corporation shall begin business.

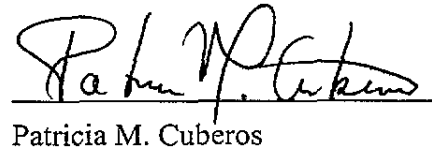
| <u>Name</u>           | <u>Address</u>   | <u>Shares</u> | <u>Amount</u> |
|-----------------------|--|---------------|---------------|
| Claudia M. Villanueva | 14340 SW 33 Court<br>Miramar, Fl. 33027                  | 30            | \$30.00       |
| Michael Pilarski      | 9766 S.W 138 <sup>th</sup> Ave.<br>Miami, Fl. 33186-6818 | 30            | \$30.00       |
| Diana M. Arguez       | 15048 S.W 55 Terrace<br>Miami, Fl. 33185                 | 25            | \$25.00       |
| Patricia M. Cuberos   | 15811 SW 24 Street<br>Miramar, Fl. 33027                 | 15            | \$15.00       |

IN WITNESS WHEREOF, we have hereunto made, subscribed and acknowledged these Articles of Incorporation.

  
Claudia M. Villanueva

  
Michael Pilarski

  
Diana M. Arguez

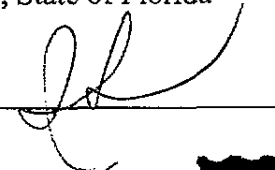
  
Patricia M. Cuberos

STATE OF FLORIDA )  
COUNTY OF DADE )

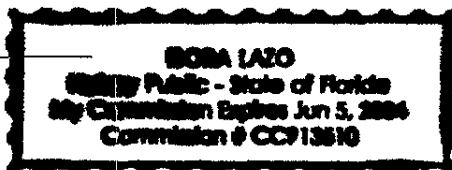
I hereby certify that on this date personally appeared CLAUDIA M. VILLANUEVA, who produced a Florida Drivers License # V451-113-70-608-0, MICHAEL PILARSKI who produced a Florida Drivers License # P462-547-50-180-0, DIANA M. ARGUEZ who produced a Florida Drivers License # R526-173-62-707-0, and PATRICIA M. CUBEROS who also produced a Florida Drivers License # C162-623-61-687-0, as identification and they all took an oath, to me known to be the same described in and who executed these Articles of Incorporation and acknowledged the Articles to be the act and deed of the subscribers and that the facts set forth therein are true.

WITNESS my hand and seal at Miami, Dade County, Florida, this 1 day of DECEMBER, 2003.

Notary Public, State of Florida

Sign: 

Print: ISORA LAZO  
State of Florida at Large  
Commission Number:  
My Commission Expires:



**ARTICLE XI**

**INITIAL OFFICERS:** The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

|                       |           |
|-----------------------|-----------|
| Michael Pilarski      | President |
| Claudia M. Villanueva | Treasurer |
| Diana M. Arguez       | Secretary |
| Patricia M. Cuberos   | Director  |

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 TALLAHASSEE FLORIDA


**ARTICLE XII**

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder or the successor of all shares of the stockholder, or when there are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with a Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of one director who shall hold office for one year after their election or until their successors are elected or appointed and have qualified. The stockholders shall also elect such persons to fill the offices of: PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER, and such other offices as are permitted by the by-laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the by-laws.

**ARTICLE XIII**

**ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT**

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

  
 REGISTERED AGENT  
 Claudia M. Villanueva