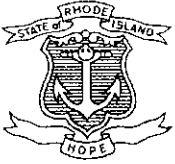


Filing Fee: \$50.00

ID Number: 163654



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

CERTIFICATE OF CORRECTION

FILED

SEP 06 2007

By AMF

3:14

11-36119

Pursuant to the provisions of Section 7-1.2-105 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation hereby submits the following Certificate of Correction:

- The name of the corporation is: JPIC Auto Sales Inc.
- The document to be corrected is Article of Incorporation
- The document being corrected was originally filed on May 1st 2007
Donna Bevilacqua
- Specify the inaccurate record of the corporate action or the defective or erroneous execution, seal or acknowledgement:
Pasquale Reed as Incorporator is being removed.
- The corrected portion of the document states as follows:
Donna Bevilacqua is added as sole incorporator
4130 Valley Street, Prov. R.I. 02912
- The document attached to this certificate is the corrected document.
- This Certificate of Correction shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing upon filing

2007 SEP -6 PM 3:14

Under penalty of perjury, I declare and affirm that I have examined this Certificate of Correction, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: _____

Signature of Authorized Officer of the Corporation

Donna R Bevilacqua
Type or Print Name of Authorized Officer

Filing and License Fee: \$230.00 minimum

ID Number: 163657



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.2 of the General Laws of Rhode Island, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is JPIC Auto Sales Inc.

(This is a close corporation pursuant to § 7-1.2-1701 of the General Laws, 1956, as amended.) (Strike if inapplicable.)

2. The total number of shares which the corporation has authority to issue is:

(a) If only one class: Total number of shares one share and only one share
or

(b) If more than one class: Total number of shares of each class _____

A statement of all or any of the designations and the powers, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them, which are permitted by the provisions of Chapter 7-1.2 of the General Laws, 1956, as amended, in respect of any class or classes of shares of the corporation and the fixing of which by the articles of association is desired, and an express grant of the authority as it may then be desired to grant to the board of directors to fix by vote or votes any of them that may be desired but which is not fixed by the articles:

3. The address of the initial registered office of the corporation is 432 Valley Street
(Street Address, not P.O. Box)

Providence
(City/Town)

, RI 02902
(Zip Code)

and the name of its initial registered agent

at such address is Donna Benlague
(Name of Agent)

4. The corporation has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-1.2.

5. Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.

6. Additional provisions, if any, not inconsistent with Chapter 7-1.2 which the incorporators elect to have set forth in these Articles of Incorporation:

[illegible]

7. The name and address of each incorporator is:

Name

Address

Donna Bevilacqua

432 Valley Street
Providence R.I. 02908

8. These Articles of Incorporation shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing upon filing

Under penalty of perjury, I/we declare and affirm that I/we have examined these Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: _____

Donna R. Be...

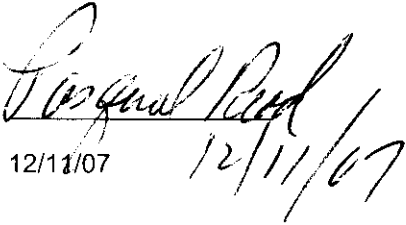
Signature of each Incorporator

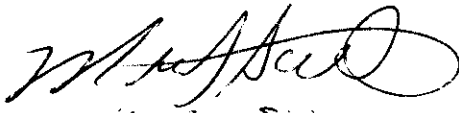
Affidavit

To Whom it May Concern,

I Pasquale Read the original incorporator of JPIC AUTO SALES INC. hereby give notice that I consent to the transfer of all my interest and rights in JPIC AUTO SALES INC. to Donna Bevilacqua, the President of JPIC AUTO SALES INC.

PASQUALE READ


12/11/07


MICHAEL J. SALVATORE
NOTARY PUBLIC
EX 9/27/08
LID# 54000

NOTARY PUBLIC
STATE OF NEW YORK
EX 9/27/08
LID# 54000

EX 9/27/08
LID# 54000



State of Rhode Island and Providence Plantations

Office of the Secretary of State / Corporations Division

A. Ralph Mollis

Secretary of State

Corporations Division

Business Section

Phone: 401-222-3040

Fax: 401-222-1309

corporations@sec.state.ri.us

Business Information Center

Phone: 401-222-2185

Fax: 401-222-1309

businessinfo@sec.state.ri.us

Notary & Trademark Sections

Phone: 401-222-1487

Fax: 401-222-3879

notaries@sec.state.ri.us

trademarks@sec.state.ri.us

UCC Section

Phone: 401-222-3040

Fax: 401-222-3879

ucc@sec.state.ri.us

148 W. River Street
Providence, RI
02904-2615

December 3, 2007

Donna Bevilacqua
432 Valley Street
Providence, RI 02908

RE: JPIC AUTO SALES INC.
ID# 163654

Dear Ms. Bevilacqua:

This office has been waiting for a new statement from Pasquale Read regarding the transfer of stock for the above referenced corporation. The statement that was filed on May 11, 2007 does not meet the requirements outlined in a letter to you dated September 17, 2007 from Maureen E. Ewing, Director of Corporations. I am enclosing a copy of the letter for your review.

Please respond within ten business days to our request, or revocation proceedings will begin. We will be happy to answer any questions you may have regarding this matter.

Sincerely,

CORPORATIONS DIVISION

Kathryn McCaughey

Kathryn McCaughey
Assistant to the Director

Enc.



State of Rhode Island and Providence Plantations

Office of the Secretary of State / Corporations Division

A. Ralph Mollis

Secretary of State

Corporations Division

Business Section

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UCC Section

Phone: 401-222-3040
Fax: 401-222-3879
ucc@sec.state.ri.us

148 W. River Street
Providence, RI
02904-2615

September 17, 2007

Donna Bevilacqua
432 Valley Street
Providence, RI 02908

RE: **ID 163654**
JPIC Auto Sales Inc.

Dear Ms. Bevilaqua:

On September 6, 2007, this office accepted for filing a certificate of correction for the above-named business corporation. In order to complete the filing, we are requesting the following evidence:

An assignment from Pasquale Read to the Corporation or to Donna Bevilaqua of his rights in the corporation **or** written consent by Pasquale Read to file the certificate of correction.

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

Sincerely,

Maureen E. Ewing
Director of Corporations

Enc.



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

Secretary of State

