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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

ORIGINAL ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is DAVE'S IMPORTS INC.

(This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1956, as amended) (strike if inapplicable)

2. The period of its duration is (if perpetual, so state) PERPETUAL

3. The specific purpose or purposes for which the corporation is organized are:
AUTOMOTIVE REPAIRS AND ANY OTHER LAWFUL PURPOSES

4. The aggregate number of shares which the corporation shall have authority to issue is:
(a) *If only one class:* Total number of shares 1,000 (If the authorized shares are to consist of one class only state the par value of such shares or a statement that all of such shares are to be without par value.):
All of such shares are to be without par value

or

(b) *If more than one class:* Total number of shares _____ (State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of Chapter 7-1.1 of the General Laws in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.):

5. Provisions (if any) dealing with the preemptive right of shareholders pursuant to § 7-1.1-24 of the General Laws, 1956, as amended:
SEE ATTACHED EXHIBIT A

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CORPORATIONS DIV.

6. Provisions (if any) for the regulation of the internal affairs of the corporation:

7. The address of the initial registered office of the corporation is 650 Washington Hwy.
(Street)
Lincoln, RI 02865 and the name of its initial registered agent at such address is
(City/Town) (Zip Code)
Joseph Raheb, Esq.

8. The number of directors constituting the initial board of directors of the corporation is Two (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are: (If this is a close corporation pursuant to Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify.)

Title	Name	Address
Dir.	JOSEPH W. SYLVESTRE	590 Central St., Mapleville, RI 02839
Dir.	DAVID H. SYLVESTRE	51 Day Rd., Cumberland, RI 02864

9. The name and address of each incorporator is:

Name	Address
Joseph Raheb	650 Washington Hwy., Lincoln, RI 02865

10. Date when corporate existence to begin: Upon filing
(not more than 30 days after filing of these articles of incorporation)

Dated January 2, 2001



Signature of each Incorporator

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

In Lincoln, on this 2nd day of January, 2001, personally appeared before me Joseph Raheb
each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.


Notary Public
My Commission Expires: 5/8/2001

EXHIBIT A

ARTICLES OF INCORPORATION
SECTION 5.

No stockholder shall sell any stock of the corporation held by the stockholder without first giving written notice to the corporation of stockholder's intention to sell the same and giving the corporation the right to purchase said stock at the lowest price at which the stockholder is willing to sell, before the same shall be sold to any other party. The corporation shall have thirty (30) days from the receipt of said offer, within which to exercise the right to purchase said stock so offered to it. If said offer is not accepted within said time, or if the corporation, through its Board of Directors, waives the right of preemption, the stockholder shall be at liberty to sell said stock for not less than the price set forth in the notice. If the corporation has no Board of Directors, a majority of the officers of the corporation may waive the right of preemption. In the event the selling stockholder is an officer, he/she may not participate in the vote to waive the right of preemption unless he/she is the only officer.