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Florida Department of State

Division of Corporations

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To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : ARIAS TOVAR & ASSOCIATES, P.A.
Account Number : I20000000125
Phone : (954)385-2284
Fax Number : (954)385-8864

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FLORIDA PROFIT CORPORATION OR P.A.

F & S PROJECTS CORP.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF
F & S PROJECTS CORP.

ARTICLE I: NAME

The name of the Corporation shall be: F & S PROJECTS CORP..

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

1468 Sabal Trail, Weston, FL 33327

ARTICLE III: PURPOSE

The Corporation will engage in investments, international trade, import and export of general merchandise and general commercial activities related to this and other areas and shall conduct any and all lawful business in the United States and abroad.

ARTICLE IV: SHARES

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is:

FIFTY THOUSAND (50,000) shares of US \$1.00 par value each

ARTICLE V: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida Street Address of the initial Registered Agent is:

Ileana Arias Tovar, Esq.
1725 Main Street, Suite 205
Weston, FL 33326

ARTICE VI: INITIAL BOARD OF DIRECTORS AND OFFICERS

The Corporation shall initially have two (2) Directors and four (4) Officers to hold office until the first annual meeting of stockholders or Directors, respectively, and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death.

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ARIAS TOVAR & ASSOCIATES, PA

No. 4826 P. 3/3

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The number of Directors may increase in accordance with the procedure stated in the By-Laws of the Corporation. The number of Officers may also increase or decrease in accordance with the procedure stated in the By-Laws of the Corporation.

The names and addresses of the initial Directors are:

Cristina Schmidt: 1468 Sabal Trail, Weston, FL 33327
Rafael J. Ferrer: 1468 Sabal Trail, Weston, FL 33327

The names of the initial Officers are:

Cristina Schmidt: President
Rafael J. Ferrer: Vice-President
Cristieli Schmidt: Treasurer
Ana Maria Ferrer: Secretary

ARTICLE VII: INCORPORATOR

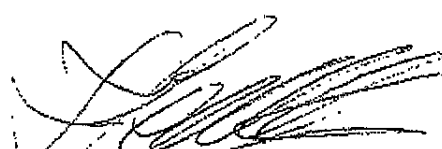
The name and address of the incorporator to these Articles of Incorporation is:

Neana Arias Tovar, Esq.
1725 Main Street, Suite 205
Weston, FL 33326


Signature of Incorporator

Date: June 26, 2001

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.


Signature of Registered Agent

Date: June 26, 2001

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