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Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
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FLORIDA PROFT CORPORATION OR P.A.

A & s USA, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
For
A & S USA, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the Corporation is A & S USA, Inc. Principal place of business is 10735 SW 17th Place, Davie, FL 33324.

ARTICLE II: DURATION

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

ARTICLE III: PURPOSE

The Corporation may engage only in the licensed financial services activity or business permitted under the laws of the United States and the State of Florida. The purpose is dry cleaning service.

ARTICLE IV: SUBCHAPTER S CORPORATION

The corporation elects to be organized as a Subchapter S Corporation in accordance with Internal Revenue Service designation.

ARTICLE V: CAPITAL STOCK

The total number of shares of capital stock authorized by the Corporation will be One hundred (100) shares having a par value of one dollar (\$1) per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and office of the Corporation will be is Ayoub M. Shahin, 10735 SW 17th Place, Davie, FL 33324, from time to time the Corporation may move the principal office to any other address.

ARTICLE VII: INITIAL BOARD OF DIRECTORS

The Corporation will have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of the person who is to serve as a member of the initial Board of Directors is:

Ayoub M. Shahin, President
10735 SW 17th Place
Davie, FL 33324

Mahmoud S. Shahin, Vice President
9860 NW 20th Court
Pembroke Pines, FL 33024

ARTICLE VIII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Ayoub M. Shahin, 10735 SW 17th Place, Davie, FL 33324.

ARTICLE IX: AMENDMENTS

The corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendments(s) hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 10th day of June 2005.


INCORPORATOR

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted: A & S USA, Inc. is desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation has named Ayoub M. Shahin as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named as registered agent of process for the above corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act.


REGISTERED AGENT

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