

[Handwritten Signature]

LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

600003425356--1

-10/16/00--01062--024

*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. P & S WORLD PREMIER PRODUCTS, CO.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)



Walk in



Pick up time

2:00



Certified Copy



Mail out



Will wait



Photocopy



Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 16, 2000

LAZARUS

MIAMI, FL

SUBJECT: P & S WORLD PREMIER PRODUCTS, CO.(COMPANY OR INC.)
Ref. Number: W00000024924

We have received your document for P & S WORLD PREMIER PRODUCTS, CO.(COMPANY OR INC.). However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 800A00054196

RECEIVED
00 OCT 17 PM 2:51
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

P & S WORLD PREMIER , COMPANY

FILED
00 OCT 17 PM 3:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation pursuant to Florida Statutes 607 under the laws of the State of Florida (Florida General Corporation Act F.S. 607), as they now exist or may be amended, pursuant to the following Articles of Corporation.

ARTICLE I - NAME

The name of the corporation is **P & S WORLD PREMIER , COMPANY**, and the address is 6743 Crooked Palm Terrace, Miami Lakes, Florida 33014.

ARTICLE II - DURATION

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist perpetually thereafter until dissolved sooner according to law.

ARTICLE III - PURPOSE

The corporation is organized for any lawful purpose.

ARTICLE IV - STATED CAPITAL

The corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock. Each outstanding share, regardless of class, shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders. The shares of stock may be

issued for such consideration, having a value not less than the par value of the shares issued thereof, as is determined from time to time by the Board of Directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration thereof, has been paid. Thereafter, such shares shall be deemed to be fully paid and non assessable.

ARTICLE V - BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors. Any and all the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders. The corporation shall have two (2) directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the By-Laws of the corporation. The names and street addresses of the initial Directors who shall hold office until their successor, who shall be chosen at the first meeting of stockholders as qualified shall be:

NAME	ADDRESS
ELIZABETH PARADA	6743 CROOKED PALM TERRACE MIAMI LAKES, FL 33014
IMAD JACOB SABA	6743 CROOKED PALM TERR. MIAMI LAKES, 33014

ARTICLE VI - INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent permitted by law.

ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders provide that such By-Laws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE VIII - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX - INCORPORATOR

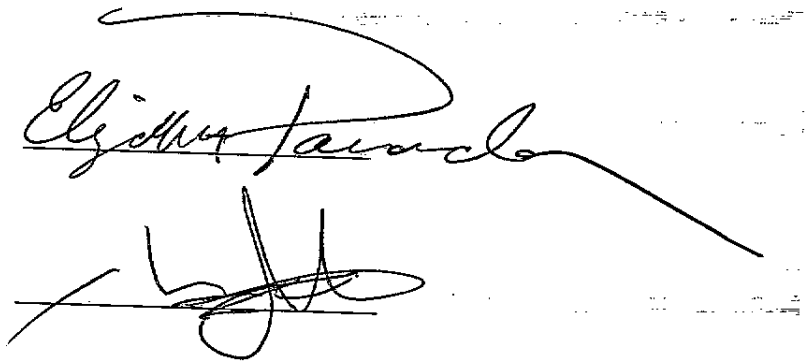
The names and addresses of the subscribers to these Articles of Incorporation are:

NAME	ADDRESS
ELIZABETH PARADA	6743 CROOKED PALM TERRACE MIAMI LAKES, FL 33014
IMAD JACOB SABA	6743 CROOKED PALM TERRACE MIAMI LAKES, FL 33014

ARTICLE X - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of the **P & S WORLD PREMIER ,**
COMPANY **6743 Crooked Palm Terrace, Miami Lakes, Florida 33014**, and the
name of the initial registered agent at that address is **ELIZABETH PARADA.**

IN WITNESS WHEREOF, the undersigned, as incorporator, does hereby execute these
Articles of Incorporation on this 12th day of October, 2000.

Two handwritten signatures are present. The top signature is 'Elizabeth Parada' and the bottom signature is 'Imad Jacob Saba'. Both are written in dark ink.

STATE OF FLORIDA)

) ss

COUNTY OF DADE)

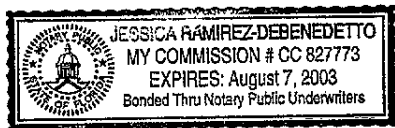
BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and acknowledgments, personally appeared Elizabeth Parada and Imad Jacob Saba, who, after being duly sworn, executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein intended.

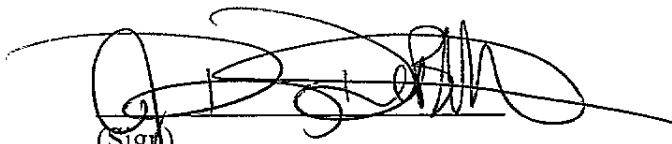
☒ The above named individuals has produced I.D Cards as a means of identification.

☐ The above named individual is personally known to the undersigned.

Sworn to and subscribed before me this 12th day of October, 2000.

NOTARY PUBLIC:




(Sign)


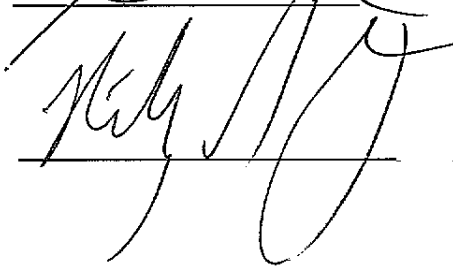
My Commission Expires:

Jessica Ramirez-DeBenedetto
(Print)

IN WITNESS WHEREOF, the undersigned, as incorporator, does

hereby execute these

Articles of Incorporation on this 12th day of October, 2000.

STATE OF FLORIDA)

) ss

COUNTY OF DADE)


BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and acknowledgments, personally appeared ^{Ann-Marie Clarke} ~~Rick S. Jacobs~~, who, after being duly sworn, executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same freely and voluntarily for the purposes therein intended.

☐ The above named individual has produced _____ as a means of identification.

☒ The above named individual is personally known to the undersigned.

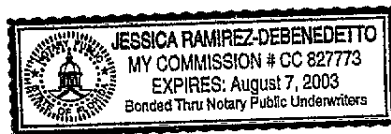
Sworn to and subscribed before me this 12 day of October, 2000.

NOTARY PUBLIC:


(Sign)

Jessica Ramirez-DeBenedetto
(Print)

My Commission Expires:



CERTIFICATE OF REGISTERED AGENT

P & S WORLD PREMIER , COMPANY

Pursuant to Florida Statutes Chapters 48 and 607, the following is submitted:

The above corporation, desiring to organize under the Laws of the State of Florida with its Registered Office, as indicated in the Articles of Incorporation, 6743 Crooked Palm Terrace, Miami Lakes , Florida 33014, has named ELIZABETH PARADA, located at the aforesaid address, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida law in keeping open said office.

By: Elizabeth Parada

STATE OF FLORIDA)

) ss

COUNTY OF DADE)

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and acknowledgments, personally appeared ELIZABETH PARADA , who, after being duly sworn, executed the foregoing Certificate of Registered Agent and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein intended.


☒ The above named individual has produced I.D Card as a means of identification.

☐ The above named individual is personally known to the undersigned.

Sworn to and subscribed before me this 12th day of October , 2000.

00 OCT 17 PM 3:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOTARY PUBLIC:



(Sign)

My Commission Expires:

Jessica Ramirez-DeBenedetto

(Print)

