

PO1000021657

February 22, 2001

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

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-02/26/01-0117-010
*****78.75 *****78.75

Subj: Incorporation of FADI GROUP INC.

Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$78.75 to cover the filing fee.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Express Legal Services, Inc., 129 W. Hibiscus Blvd, Melbourne, FL 32901; (321) 729-6399.

Thank you for your assistance in this matter.

Sincerely,


SAM HATOUM

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

FADI GROUP INC.

ARTICLE I. NAME

The name of this corporation is

FADI GROUP INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00-par value common stock, which shall be designated "common shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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TALLAHASSEE, FLORIDA

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 190 Malabar Rd. NW Suite 117, Palm Bay, Florida 32907, and the name of the initial registered agent of this corporation at that address is SAM HATOUM.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

SAM HATOUM	FADI EMRO
2331 Palm Place NE	2331 Palm Place NE
Palm Bay, FL 32905	Palm Bay, FL 32905

ROLA HATOUM
2331 Palm Place NE
Palm Bay, FL 32905

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 190 Malabar Rd. NW Suite 117, Palm Bay, Florida 32907, and the mailing address of the corporation is 190 Malabar Rd. NW Suite 117, Palm Bay, FL 32907.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles are:

SAM HATOUM
2331 Palm Place Dr. NE
Palm Bay, FL 32905

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 20th day of February, 2001.


SAM HATOUM

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared SAM HATOUM to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 20th day of February, 2001.

FL/OL


Notary Public



A. Renee McCrary
MY COMMISSION # CC657294 EXPIRES
June 19, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

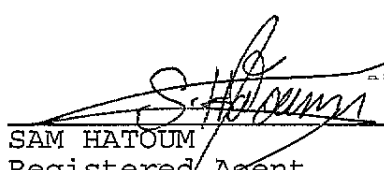
DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 6034
Florida Statutes, the following is submitted:

That FADI GROUP INC., desiring to organize under
Statutes of the State of Florida, with its principal office
at 190 Malabar Rd. NW Suite 117, Palm Bay, Florida 32907, has
named SAM HATOUM, located at 190 Malabar Rd. NW Suite 117,
Palm Bay, Florida 32907, as its 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, the undersigned agrees to act in this capacity,
and agrees to comply with the provisions of Florida law
relative to keeping the designated office open.



SAM HATOUM
Registered Agent

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TALLAHASSEE, FLORIDA