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Florida Department of State
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To: Division of Corporations
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From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
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FLORIDA PROFIT CORPORATION OR P.A.

PERCAR GROUP, INC.

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 6, 2001

FAS-T

SUBJECT: PERCAR
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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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Neysa Culligan
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**ARTICLES OF INCORPORATION
OF
PERCAR GROUP, INC.**

Article I

Name

The name of this corporation is **PERCAR GROUP, INC.**

Article II

Principal Office Address

The principal office of the Corporation is located at 17229 Hampton Blvd., Boca Raton, Florida 33496.

Article III

Capital Stock

This corporation is authorized to issue 500 shares of common stock with no par value.

Article IV

Pre-Emptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 17229 Hampton Blvd., Boca Raton, Florida 33496, and the name of the initial registered agent of this corporation at that office is Eduardo R. Zerboni.

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Article VI
Incorporator

The name and address of the person signing these Articles is:

Eduardo R. Zerboni
17229 Hampton Blvd.
Boca Raton, Florida 33496

Article VII
Initial Board of Directors

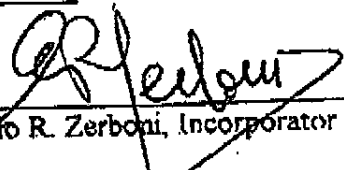
This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

Name	Address
Eduardo R. Zerboni	17229 Hampton Blvd. Boca Raton, Florida 33496

Article IX
Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this _____ day of _____, 2001.



Eduardo R. Zerboni, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of §607.0501, Florida Statutes, the undersigned corporation, organized under the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: **PERCAR GROUP, INC.**
2. The name and address of the registered agent and office is: **Eduardo R. Zerboni
17229 Hampton Blvd., Boca Raton, Florida 33496**

The undersigned, Eduardo R. Zerboni, Registered Agent, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.



Eduardo R. Zerboni, Registered Agent

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