

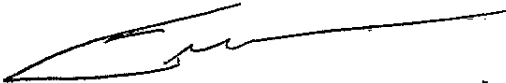
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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS.

SUBJECT: F & A Distributor Enterprises Corp

ENCLOSED PLEASE FIND AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF
INCORPORATION FOR THE ABOVE COPORATION AND CHECK FOR \$70.00.



JULIO MOLINA
8614 BRACKENWOOD DRIVE
ORLANDO, FL. 32829.
TEL00

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*****70.00 *****70.00

ARTICLES OF INCORPORATION
OF
F & A Distributor Entreprises Corp.

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TALLAHASSEE, FLORIDA

Articles I

Name, Principal Place of Business, and Duration.

The name of the Corporation is F & A Distributor Enterprises, Corp.. The principal place of business of the Corporation is 1420 Gemini Blvd ste. 9, Kissimme, Fl. 32837. The duration of the corporation is perpetual.

Articles II

Registered Officer and Agent

The address of the registered office in the state of Florida is 2864 Middleton Circle, Orlando, Florida 34743. The name of the registered agent at such address is Faustino Sanchez.

Articles III

Corporate Purpose, Power and Rights

The general purpose for which this corporation is organized shall be :

1. To engage in every phase and aspect of the business of rendering the same professional services to the public that a Tire Dealer and other services duly licensed under the laws of the State of Florida is authorized to render only through officers, employees, and agents of the Corporation who are duly licensed under the laws of the State of Florida to practice as services to community .
2. To do anything necessary and proper for the accomplishment or furtherance of any of the purpose or objectives of the Corporation enumerated in these Articles of Incorporation or any amendment, and to do any act necessary or incidental to the protection and benefit of the Corporation; and, in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purpose or objectives of the Corporation.
3. It is intended that this Coporation is organized for and may conduct and transact any

or all lawful business authorized and not prohibited by Chapter 607 or Chapter 621 of the Florida statutes, as the same may be from time to time amended. Provided, however, and notwithstanding the generality of the foregoing, this corporation is not to conduct a banking and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition business.

Articles IV

1. The total number of shares of capital of capital stock which the corporation has the authority to issue is 10,000 shares of common stock \$1.00 par value per share.
2. Shares of this corporation's capital stock shall be issued only to individuals who are duly licensed to render services as an realtor under the laws of the State of Florida. No shareholder of this corporation may sell or transfer his shares of stock therein except to another individual who is eligible to be a shareholder hereunder. No shareholder of this Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

Articles V

Incorporator

1. The name and mailing address of the incorporator of this corporation is as follows:

Faustino Sanchez
2864 Middleton Circle
Kissimmee, Fl. 34743

Articles VI

Board of Directors

1. The initial number of director of this corporation shall be two (2).
2. the number of director may be increased or decreased from time to time in accordance with the Bylaw of this Corporation, but shall never be less than one.

3. The name and street address of the initial member of the Board of director, who hall hold office for the first year of existence of this corporation or untill his successor is elected or appointed and has qualified, is :

Name and Address

Faustino Sanchez . Amelia Sanchez
2864 Middleton Circle
Kissimme, Fl. 34743

Articles VII

Indemnification

The corporation shall indemnity and hold harmless any officer or director to the fullest extent permitted by law.

Articles IX

Records

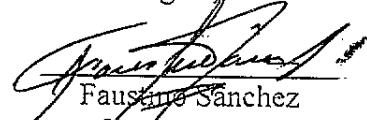
The books of the Corporation may be kept (unless prohibited by law) outside the States of Florida, at such place or places as may as any be designaed from time to time by the Board of Directors or in the By-laws of the Corporation.

Articles X

Amendment

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

The undersigned incorporator has executed these articles of articles of incorporation this 06 of August, 2001.


Faustino Sanchez
Incorporator

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ACKNOWLEDGEMENT

Having been as registered agent for the corporation at the place designate in this certificate. I hereby agree to act in capacity, and I am familiar with and accept the obligation of the Florida business corporation act, as the same may apply to the corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated: 06 August, 2001


Faustino Sanchez
Registered Agent