

P01000022505

OFFICE USE ONLY (Document #)

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)

600004541876--5

-08/20/01--01054--001

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

OFFICE USE ONLY

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

1. F&S CORPORATION

(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

NOTED
TO ACHIEVE
SUFFICIENCY OF FILING

2001 AUG 20 AM 10:40

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

FILED

2001 AUG 21 PM 3:48

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

[Signature]



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED

2001 AUG 21 PM 3:48

SECRETARY OF STATE
TALLAHASSEE FLORIDA

August 20, 2001

LAZARUS

MIAMI, FL

SUBJECT: F & S CORPORATION
Ref. Number: W01000019232

We have received your document for F & S CORPORATION. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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

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) 245-6934.

Loria Poole
Corporate Specialist
New Filings Section

Letter Number: 601A00047422

RECEIVED
01 AUG 21 PM 2:49
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

FILED

2001 AUG 21 PM 3:48

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation shall be:

F A S M CORPORATION

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7207 BAY DRIVE EAST, APT 7
MIAMI BEACH, FL 33141

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any or all-lawful business activity for which a corporation is permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The number of shares of capital stock, which this corporation shall be authorized to issue, is one thousand (1,000) shares. Such shares shall be of a single class of common stock, and shall have a par value of One Dollars (\$1.00) per share.

PREPARED BY:
JN ACCOUNTING AND TAX SERVICE, INC.
300 ARAGON, SUITE 200
CORAL GABLES, FL 33134

ARTICLE V - DURATION

The Corporation shall have perpetual existence, provided that all of the requirements of the law are met.

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

FEDERICO A. SANTOS LAGROTTA
7207 BAY DRIVE EAST, APT 7
MIAMI BEACH, FL 33141

ARTICLE VII - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

FEDERICO A. SANTOS LAGROTTA	7207 BAY DRIVE EAST, APT 7 MIAMI BEACH, FL 33141
SILVIA M. CIMETTA	7207 BAY DRIVE EAST, APT 7 MIAMI BEACH, FL 33141


ARTICLE VIII - DIRECTOR(S)

The name(s) of the director(s) to these Articles of Incorporation is(are):

FEDERICO A. SANTOS LAGROTTA, PRESIDENT/TREASURER
SILVIA M. CIMETTA, VICE-PRESIDENT/SECRETARY

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 9TH day of AUGUST, 2001.

✓ 
FEDERICO A. SANTOS LAGROTTA

✓ 
SILVIA M. CIMETTA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED

2001 AUG 21 PM 3:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of 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:

F A S M CORPORATION

2. The name and address of the registered agent and office is:

FEDERICO A. SANTOS LAGROTTA

(NAME)

7207 BAY DRIVE EAST, APT 7

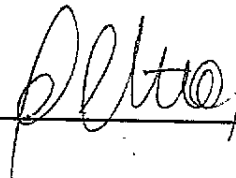
(P.O. BOX NOT ACCEPTABLE)

MIAMI BEACH, FL 33141

(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE ✓



DATE

8/16/2001