

P0200001061241

OFFICE USE ONLY (Document #)

EXPRESS CORPORATE FILING SERVICE INC.
(Requestor's Name)
1000 PONCE DE LEON BLVD. STE: 101
(Address)
CORAL GABLES, FL 33134 305-444-4994
(City, State, Zip) (Phone #)

2002 OCT -1 PM 12:44
CORPORATE STATE
CALIFORNIA, FLORIDA

FILED

OFFICE USE ONLY

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

1. WOLF OF USA, INC. (Document #)

2. _____ (Corporation Name) (Document #)

3. _____ (Corporation Name) (Document #)

4. _____ (Corporation Name) (Document #)

Walk in Pick up time _____

Certified Copy

Mail out Will wait

Photocopy

Certificate of Status

NEW FILINGS	
Profit	
NonProfit	
Limited Liability	
Domestication	
Other	

AMENDMENTS	
Amendment	
Resignation of R.A., Officer/Director	
Change of Registered Agent	
Dissolution/Withdrawal	
Merger	

OTHER FILINGS	
Annual Report	
Fictitious Name	
Name Reservation	

REGISTRATION/QUALIFICATION	
Foreign	
Limited Partnership	
Reinstatement	
Trademark	
Other	

200008046152-6
-09/26/02-01022-007
*****78.75 *****78.75

10-02-02
Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

September 26, 2002

EXPRESS CORPORATE FILING SERVICES INC.

SUBJECT: WOLF OF USA, INC.
Ref. Number: W02000027985

We have received your document for WOLF OF USA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

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) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 002A00054660

02 SEP 30 AM 9:25
DIVISION OF CORPORATIONS
RECEIVED



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

September 30, 2002

EXPRESS CORPORATE FILING SERVICES INC.

SUBJECT: WOLF OF USA, INC.
Ref. Number: W02000027985

We have received your document for WOLF OF USA, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

You must list at least one incorporator with a complete business street address.

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) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 002A00055029

**CERTIFICATE OF INCORPORATION
OF
WOLF OF USA, INC.**

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida. Providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit.

ARTICLE I

The name of this corporation should be:

WOLF OF USA, INC.

FILED

2002 OCT - 1 PM 12:45

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

ARTICLE II

The corporation will engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of non par value. All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the laws or written agreement among the stockholders, which shall be on file in the office of the corporation.

ARTICLE V

The amount of the capital with which its corporation may begin doing business shall not be less than one thousand dollars (\$1,000.00).
The common stock will be of 1,000. shares for \$1 dollar per each.

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address of the principal office of the corporation in the State of Florida is:

141 N.E. 3 RD AVE. SUITE #406 MIAMI, FL 33132

The board of directors may from time to time move the principal office to any other address in the State of Florida. The registered address of the corporation is:

141 N.E. 3 RD AVE. SUITE #406 MIAMI, FL 33132

The registered agent at the address is:

R&P ACCOUNTING & TAXES, INC

141 N.E. 3 RD AVE. SUITE #406 MIAMI, FL 33132

ARTICLE VIII

The business of the corporation shall be managed by a board of directors consisting of no less than one, any more than five directors. A quorum for the holding of a meeting of the board of directors and for the transactions of any

business, which will be properly done by the directors on behalf of the corporation, shall consist of majority of members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an executive committee.

ARTICLE IX

The names and post office of the members of the first board of directors and the state of corporate officers are as follows:

MOHAMED CHEREM
AHMAD CHEREM

24,5 % : PRESIDENT
24,5 % : VICE-PRESIDENT

ARTICLE X

THE STOCK OF THE CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS OF SECTION 1244. OF THE INTERNAL REVENUE SERVICE THE BENEFITS PROVIDED THEREUNDER.

IN WITNESS WHEREOF, WE THE INCORPORATORS HEREUNTO SET OUR HANDS AND SEALS, THIS 09/24/02

Mohamed Cherem.

MOHAMED CHEREM 141 N.E. 3RD AVE STE: 406
Incorporator MIAMI, FL 33132.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

Pursuant to the provisions of the section 607.0501, Florida Statutes, the undersigned corporations, organized under the law of the State of Florida. The name of the corporation is WOLF OF USA, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida has named:

R&P ACCOUNTING & TAXES, INC.

Agent to accept process in State of Florida County of Dade.

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.

R&P ACCOUNTING & TAXES, INC

ANDRES RODRIGUEZ

2002 OCT - 1 PM 12:45
SHERIFF'S OFFICE STATE
TALLAHASSEE, FLORIDA

FILED