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Division of Corporations

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Florida Department of State
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To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

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SECRET
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

AAA CLUBS OF AMERICA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AAA CLUBS OF AMERICA, INC.

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation.

ARTICLE I

NAME

The name of this corporation shall be;
AAA Clubs of America, Inc.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

To conduct and operate any and all other kind of business or affairs authorized by the laws of the State of Florida and of the United States of America.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall be one thousand (1,000) shares, \$1.00 par value. All of said stock shall be payable in cash, equipment, property, real or personal, labor or service in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall begin business shall be Five Hundred Dollars, (\$ 500.00).

ARTICLE V

CORPORATE EXISTENCE

This corporation shall exist perpetually unless soon dissolved according to the law.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business of said corporation shall be at 8760 S.W. 84th Street, Miami, Fl., 33173 with the privilege of having branch offices at other places within or without the State of Florida. The Board of Directors may, from time to time, move the principal office to any other address.

ARTICLE VIII

NUMBER OF DIRECTORS

The number of directors of this corporation shall be not less than one no more than five. The number of directors may be increased or diminished, from time to time, by by-laws adopted by the stockholders.

ARTICLE VIII

DIRECTORS

The names and post office addresses of the First Board of Directors of this Corporation who shall hold office for the first year or until their successors are chosen, shall be:

NAME	ADDRESS
Reynaldo J. Perez	8760 SW 84 th Street Miami, Fl. 33173

ARTICLE IX

SUBSCRIBERS

The names and addresses of the initial subscribers signing these Articles of Incorporation, the number of shares of stock which they agree to take and the value of the consideration therefore are:

NAME	ADDRESS	SHARE	CONSIDERATION
Reynaldo J. Perez	8760 SW 84 th Street Miami, Fl. 33173	250	\$ 250.00
Elba E. Perez	8760 SW 84 th Street Miami, Fl. 33173	250	\$ 250.00

ARTICLE X

AMENDMENT OF ARTICLES

This Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute or set out in corporate By-Laws, so long as same does not conflict the Florida Statutes.

ARTICLE XI

REGISTERED AGENT

The name and address of the initial registered agent of the corporation shall be:

Reynaldo J. Perez
8760 SW 84th Street
Miami, Fl. 33173

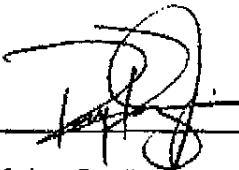
ARTICLE XIII

OFFICERS

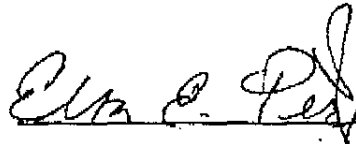
The names and addresses of the officers who will serve until in the first election of appointment under these Articles of Incorporation are:

NAME	ADDRESS	POSITION
Reynaldo J. Perez	8760 SW 84 th Street Miami, Fl. 33173	President/Treasurer
Elba E. Perez	8760 SW 84 th Street Miami, Fl. 33173	Vice-Pre/Secretary

IN WITNESS WHEREOF, We the undersigned, being the original subscribers to the capital stock here in above named, for the purposes of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the stated are true, and do respectfully agree to take the number of shares hereinabove mentioned, and hereunto set our hands and seal, this 19th day of July, 2003.



Reynaldo J. Perez



Elba E. Perez

STATE OF FLORIDA)
) ss
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared Reynaldo J. Perez and Elba E. Perez, who are known to me to be the persons described in and who executed the foregoing Articles to be the act and deed of the signer respectively and respectfully, and the facts and matter therein set forth are true and correct.

WITNESS my hand and my seal at Miami, Miami-Dade County, Florida this 19th, day of July, 2003.



NOTARY PUBLIC STATE OF
FLORIDA AT LARGE

My commission Expires



ESTHER DEBOW
MY COMMISSION # 00108270
EXPIRES April 18, 2008
Funded Three Percent Money Service

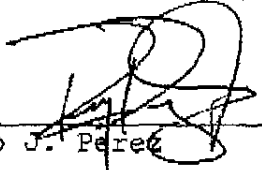
CERTIFICATED DESIGNATING PLACE OF BUSINESS DOMICILE FOR THE
SERVICE OR PROCESS WITHIN FLORIDA
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following
is submitted:

First, that AAA Clubs of America, Inc. desiring to
organize under the laws of the State of Florida, with
its principal place of business at the County of Miami-
Dade, State of Florida, has named Reynaldo J. Perez
of 8760 SW 84th Street, Miami, Fl. 33173 as its agent to
accept service of process within the state of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above
stated corporation, at the place designated in this
certification, I hereby agree to act in this capacity, and I
further agree to comply with the provisions of all statutes
relative to the proper and complete performance of my duties.



Reynaldo J. Perez

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STATE
TALLAHASSEE, FLORIDA

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