

# PD6000083349

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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

EFFECTIVE DATE  
6/14/06

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

06 JUN 19 PM 3:02

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**FRANK GALI INC.**

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ARTICLES OF INCORPORATION

I, THE UNDERSIGNED, SUBSCRIBER TO THESE ARTICLES FOR THE  
FORMATION OF A CORPORATION UNDER THE LAWS OF THE STATE OF  
FLORIDA PURSUANT TO THE FLORIDA GENERAL CORPORATION ACT.

EFFECTIVE DATE  
6/14/90

ARTICLE I

CORPORATE NAME

THE NAME OF THIS CORPORATION SHALL BE FRANK GALI INC.

ARTICLE II

NATURE OF CORPORATE BUSINESS

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS  
PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF  
FLORIDA.

ARTICLE III

CAPITAL STOCK

THIS CORPORATION SHALL BE AUTHORIZED TO HAVE A MAXIMUM OF  
FIVE HUNDRED (500) SHARES OF STOCKS OUTSTANDING AT ANY GIVEN  
TIME. THE SHARES OF STOCK AUTHORIZED SHALL HAVE A PAR VALUE OF  
ONE DOLLAR (\$1.00).

ARTICLE IV

INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL BEGIN  
BUSINESS SHALL BE ONE HUNDRED AND 00/00 (\$100.00) DOLLARS.

PREPARED BY: CORDERO CPA P.A.  
ALFONSO CORDERO  
8025 NW 36 STREET STE. 302  
MIAMI, FLORIDA 33166

**ARTICLE V**

**DURATION AND BEGINNING OF CORPORATE EXISTENCE**

THIS CORPORATION IS TO EXIST PERPETUALLY. THE CORPORATE EXISTENCE OF THIS CORPORATION SHALL BEGIN JUNE 14, 2006

**ARTICLE VI**

**PRINCIPAL OFFICE AND REGISTERED AGENT**

THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS:

620 QUAIL AVENUE  
MIAMI SPRINGS, FL 33166

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE OF THIS CORPORATION TO ANY OTHER ADDRESS IN FLORIDA. THE REGISTERED AGENT OF THIS CORPORATION SHALL BE:

FRANK GALI  
620 QUAIL AVENUE  
MIAMI SPRINGS, FL 33166

**ARTICLE VII**

**DIRECTORS**

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED, OR DIMINISHED, FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKHOLDERS.

FRANK GALI  
620 QUAIL AVENUE  
MIAMI SPRINGS, FL 33166

ANA GALI  
620 QUAIL AVENUE  
MIAMI SPRINGS, FL 33166

#### ARTICLE VII

##### BOARD MEMBERS

THE NAME AND TITLE OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND THE STATE OF CORPORATE OFFICERS IS AS FOLLOWS:

NAME	TITLE
FRANK GALI	PRESIDENT
ANA GALI	VICE-PRESIDENT

#### ARTICLE IX

##### SUBSCRIBERS

THE NAME AND ADDRESS OF THE SUBSCRIBERS OF THESE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

FRANK GALI  
620 QUAIL AVENUE  
MIAMI SPRINGS, FL 33166

#### ARTICLE X

##### PREEMPTIVE RIGHTS

SHOULD ANY STOCKHOLDER WISH TO DISPOSE OF HIS STOCK IT SHALL FIRST BE OFFERED TO THE REMAINING STOCKHOLDERS, AT A PRICE NO GREATER THAN A BONA-FIDE OFFER BY ANY THIRD PERSON, AND SAID SHALL BE AVAILABLE FOR A PERIOD OF NINETY (90) DAYS TO SUCH REMAINING STOCKHOLDERS. IN THE EVENT THAT ANY OF SAID STOCK IS

NOT PURCHASED BY ANY OF THE REMAINING STOCKHOLDERS WITHIN NINETY (90) DAYS OF THE OFFER, SAID STOCK MAY THEN BE SOLD BY THE STOCKHOLDER TO A THIRD PERSON APPROVED BY THE OTHER SHAREHOLDERS.

#### ARTICLE XI

##### AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS AND APPROVED AT A STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON.

#### ARTICLE XII

THE STOCK OF THIS CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS OF SECTION 1244 OF THE INTERNAL REVENUE CODE, SO THAT THE STOCKHOLDERS OF THE CORPORATION MAY RECEIVE THE BENEFITS PROVIDED THEREUNDER.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THE 14 DAY OF JUNE 2006.



FRANK GALI

#### ACKNOWLEDGMENT

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HAVING BEEN NAMED ABOVE AS REGISTERED AGENT TO ACCEPT  
SERVICE OF PROCESS FOR THE ABOVE SLATED CORPORATION, AT PLACE  
DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THE  
CAPACITY, AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT  
RELATIVE TO KEEPING OPEN SAID OFFICE.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FRANK GALI

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