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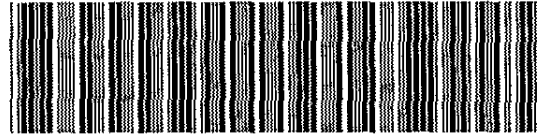
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
8/10/06

MRS  
8/15

**COVER LETTER**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** FS Family Enterprises, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

**FROM:** Salvatore Gugliuzza

Name (Printed or typed)

381 N. Krome Ave, Suite 205

Address

Homestead, FL 33030

City, State & Zip

305-247-5040

Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 17, 2006

SALVATORE GUGLIUZZA  
% SCG & COMPANY  
381 N. KROME AVE., SUITE 205  
HOMESTEAD, FL 33030

SUBJECT: FS CORPORATION  
Ref. Number: W06000022841

We have received your document for FS 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.**

The document number of the name conflict is L03000015804 - FS LLC.

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  
Document Specialist  
New Filing Section

Letter Number: 906A00034838

**ARTICLES OF INCORPORATION**  
**OF**  
**FS FAMILY ENTERPRISES, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
**EFFECTIVE DATE**  
**8/10/06**

I, the undersigned incorporator of this corporation under Florida Statute 607, as amended, do hereby associate myself to form a corporation and adopt the following Articles of Incorporation.

**ARTICLE I**

**NAME OF CORPORATION**

The name of this corporation is:

**FS FAMILY ENTERPRISES, INC.**

**ARTICLE II**

**PRINCIPAL OFFICE**

The initial principal office and mailing address is located at:

**650 West Avenue; Unit 1605; Miami Beach, FL 33139**

**ARTICLE III**

**PURPOSE AND NATURE OF BUSINESS**

The purpose of this corporation and general nature of the business to be conducted are as follows:

To engage in any business activity or endeavor which is lawful under the laws of the State of Florida, and the United States of America.

**ARTICLE IV**

**DURATION OF CORPORATION**

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

**ARTICLE V**

**CAPITAL STOCK**

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one hundred (100) shares of Common Stock, each share having no par value.

**ARTICLE VI**

**INITIAL CAPITAL CONTRIBUTION**

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars

**ARTICLE VII**

**SUBSCRIBERS (INCORPORATORS)**

The name and address of the subscriber of these Articles of Incorporation and the number of shares she has elected to take is as follows:

<b><u>SUBSCRIBER</u></b>	<b><u>ADDRESS</u></b>	<b><u>NUMBER OF SHARES</u></b>
Katherine Renee Schimkat	440 Daroco Ave Coral Gables, FL 33146	17

**ARTICLE VIII**

**DIRECTORS**

The initial number of Directors of this corporation shall be five (5). The number of Directors may either be increased or decreased from time to time by a vote of the stockholders in conformity with the By-Laws of the Corporation but shall never be less than three (3).

**ARTICLE IX**

**INITIAL BOARD OF DIRECTORS AND/OR OFFICERS**

The names, titles, and addresses of the members of the initial Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until his or her successors are elected and qualified, are:

<b><u>NAME</u></b>	<b><u>TITLE</u></b>	<b><u>ADDRESS</u></b>
Katherine Renee Schimkat	Director, Treasurer	440 Daroco Ave; Coral Gables, FL 33146
Harold Schimkat	Director, VP	440 Daroco Ave; Coral Gables, FL 33146
Christina M. Frohock	Director, Secretary	650 West Avenue; # 1605; Miami Beach, FL 33139
Val J. Frohock	Director, President	516 Savona Ave; Coral Gables, FL 33146
Fred M. Frohock	Director, VP	516 Savona Ave; Coral Gables, FL 33146

**ARTICLE X**

**VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE XI**  
**PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE XII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 381 N. Krome Avenue, Suite 205; Homestead, FL 33030, and the name of the initial Registered Agent of this corporation at that address is Charles R. Gugliuzza.

**ARTICLE XIII**  
**INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.


DATED this 10<sup>th</sup> day of August, 2006

  
Katherine Renee Schimkat

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, FS Family Enterprises, Inc. IS DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT:  
650 WEST AVENUE, UNIT 1605, MIAMI BEACH, STATE OF FLORIDA, HAS NAMED CHARLES R. GUGLIUZZA, AT 381 N. KROME AVENUE, SUITE 205; HOMESTEAD, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature: 

Title: DIRECTOR, TREASURER

Date: 8/10/06

Having been named as registered agent and to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby agree to accept the appointment as registered agent and 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 as registered agent.

Signature:   
CHARLES R. GUGLIUZZA

Date: 8/10/06

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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