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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 JAN 27 PM 2:25

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AND
FILED

1/27

LAW OFFICES
EDWARD A. HANNA, P.A.

EMERALD VILLAGE PROFESSIONAL PLAZA
3864 SHERIDAN STREET
HOLLYWOOD, FLORIDA 33021-3634

ALSO ADMITTED FEDERAL,
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WASHINGTON, DC BARS

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BROWARD: (954) 983-2211
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WRITE: EDHANNALAW@AOL.COM
OR VISIT: EDHANNALAW.COM

January 17, 2011

SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FLorida 32314

IN RE: FABULOUS RESTORATIONS OF SOUTH FLORIDA, INC.
FILE NUMBER: 11-0117-01-EAH/vp
FILE CODE:
CECN: **HADDA-53; ART**

Dear **SIR/MADAME**:

Enclosed herewith please find the original executed **ARTICLES OF INCORPORATION**, and three (3) photocopies of the same, for the above captioned corporation:

FABULOUS RESTORATIONS OF SOUTH FLORIDA, INC.

Our **check**, in the amount of One-Hundred & Twenty-Two & Fifty Cents (**\$122.50**) Dollars, to cover the filing fees, is also enclosed.

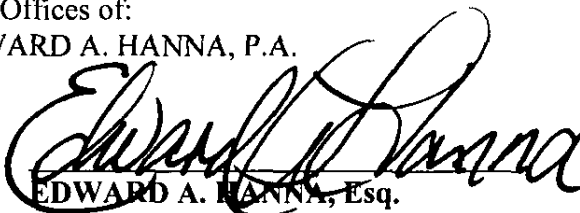
Please file the enclosed **ARTICLES** and **stamp/conform** and return the certified photocopies to us by return mail. For your convenience, a self-addressed, stamped envelope is also enclosed.

Thank you for your attention to this important matter.

Yours Sincerely,

Law Offices of:
EDWARD A. HANNA, P.A.

By:


EDWARD A. HANNA, Esq.
EAH/lp
Enclosure

Articles Of Incorporation

of

Fabulous Restorations

of

South Florida, Inc.

APPROVED
AND
FILED

11 JAN 27 PM 2:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby states, for the purpose of forming a corporation under the laws of the State of Florida, providing for the formation, rights, privileges, immunities, and liabilities of corporation for profit, as follows:

ARTICLE I - NAME

The name and mailing address of this corporation, (hereinafter referred to as the "Corporation") shall be:

Fabulous Restorations of South Florida, Inc.

711 N.W. 1st Street
Fort Lauderdale, FLorida 33311

ARTICLE II - PURPOSE

This Corporation is organized for the purpose of providing a full spectrum of automotive restoration services, including, but not limited to:

A. custom and classic paint-work, full restoration of classic motor cycles, and custom choppers, technical and support-related services, and motorcycle restoration parts for classic motorcycles, and custom parts and chrome for all makes and models; and,

B. repair and restoration of collision-related paint and body services

C. Further, this Corporation is organized for the purpose of transacting any or all other lawful business activities.

ORIGINAL

The enumeration of objects and/or purposes herein shall not be deemed to exclude or in any way limit by inference, any powers, objects or purposes which this Corporation is empowered to exercise, whether expressly, by force of the laws of the State of Florida, now or hereafter in effect, or impliedly by any reasonable construction of said laws.

ARTICLE III - DURATION

This Corporation shall have perpetual existence, unless dissolved according to law, commencing on the date of the filing of these ARTICLES OF INCORPORATION with the Florida Department of State.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One-Thousand (1,000) shares of stock, each having a par value of: Ten (\$10.00) Dollars per share; and to be fully paid in and non-assessable; all of which will be common stock and which shall be designated hereafter: "Common Shares;" and Forty-Thousand (40,000) shares shall be issued and sold for such consideration as may be fixed by the Board of Directors hereof. Said shares of stock shall be issued, sold or transferred only in accordance with the By-Laws of this Corporation and this Corporation may from time to time make, and all of said shares of stock subscribed to shall be paid for either in cash, property, labor or services, it being recognized that property, labor or services rendered may be purchased or paid for with the common stock of this Corporation as a just valuation.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his 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 VI - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Agent Office, at the offices of Corporate Counsel of this Corporation shall be:

**711 N.W. 1st Street
Fort Lauderdale, FLorida 33311**

The name of the initial Registered Agent of this Corporation, located at the above said address, shall be:

GEORGE A. HADDAD
President of the Corporation

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have **one (1)** Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time consistent with the By-Laws of this Corporation and the Shareholders Agreement. The name, mailing address and departmental titles of the initial Officers and Directors of this Corporation shall be:

GEORGE A. HADDAD
President & Chairman of the Board of the Board of Directors
GEORGE A. HADDAD
Secretary-Treasurer
711 N.W. 1st Street
Fort Lauderdale, FLorida 33311

ARTICLE IX - POWERS OF THE DIRECTORS

The Directors may exercise all powers held by this Corporation without limitation, not inconsistent with the laws of the State of Florida, and in particular, may:

A. Determine upon what terms and conditions certificates of stock which have been lost or destroyed may be replaced or reissued.

B. Make By-Laws for the exercise of corporate powers, the management regulation and government of this Corporation's property and affairs, the transfer of stock and the calling and holding of meetings of its shareholders.

Service of Process Certificate

of

Fabulous Restorations of South Florida, Inc.

IN RE:

DOMICILE and REGISTERED AGENT

This Certificate is executed for the purpose of designating the place of business or domicile for the Service of Process within the State of Florida and for naming the agent of this corporation, upon whom process may be lawfully served.

In Furtherance Thereof, and in compliance with Section 48.091, Florida Statutes, the following is submitted by the aforesaid corporation:

First, that **Fabulous Restorations of South Florida, Inc.**, desiring to organize and qualify under the laws of the State of Florida, with its principal place of business located at:

has and does hereby name: **GEORGE A. HADDAD**
whose mailing address is: **711 N.W. 1st Street**
Fort Lauderdale, FLorida 33311

as its agent to accept Service of Process within the State of Florida and in acknowledgement whereof, said agent has below executed this Certificate.

SIGNATURE: *George Haddad*
GEORGE A. HADDAD

President & Registered Agent

HOLDING THE TITLE OF: _____

EXECUTED THIS DATE: 20th day of December, 2010.

Second, having been named to accept Service of Process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Florida Statutes relative to the proper performance of my duties.

SIGNATURE: *George Haddad*
Registered Agent of the Corporation

EXECUTED THIS DATE: 20th day of December, 2010.

Certificate

of

Fabulous Restorations of South Florida, Inc.

IN RE:

NOTARIZED EXECUTION OF SERVICE OF PROCESS CERTIFICATE

STATE OF FLORIDA)

COUNTY OF BROWARD)

Before Me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared: **GEORGE A. HADDAD**, known to me to be the person who executed the foregoing:

CERTIFICATE RE: SERVICE OF PROCESS

and he/she acknowledged before me that he/she executed the same said CERTIFICATE RE: SERVICE OF PROCESS, for:

Fabulous Restorations of South Florida, Inc.

711 N.W. 1st Street
Fort Lauderdale, FLorida 33311

In Witness Whereof, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 20th day of December, in the year 2010.


By: EDWARD A. HANNA, Esq.
NOTARY PUBLIC, State of Florida

My Commission Expires:



EDWARD A. HANNA
NOTARY PUBLIC
STATE OF FLORIDA
Comm# EE023640
Expires 9/8/2014

C. Appoint such officers and agents as the affairs of this Corporation shall require, and allow for suitable compensation.

D. Acquire by purchase, gift or other lawful mode, shares of its own capital stock and the capital stock of other corporations.

E. File a plan or any documents required by the Internal Revenue Service under Section 1244, pertaining to small business corporations or "*Sub-Chapter S*", as in the common parlance, in the event that the Directors feel it is in the best interests of this Corporation.

ARTICLE X - INCORPORATORS

The name and mailing address of the person signing these Articles is:

NAME: **Mr. GEORGE A. HADDAD**
MAILING ADDRESS: **711 N.W. 1st Street**
Fort Lauderdale, FLorida 33311


ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provision or provisions contained and set forth in these ARTICLES OF INCORPORATION, or any Amendment hereto, and any right conferred upon any Shareholder or Shareholders is subject to this same said reservation.

ARTICLE XII - INITIAL CAPITAL INVESTMENT

The amount of initial investment capital with which this Corporation shall begin business operation One-Thousand and No Cents (\$1,000.00) Dollars.

IN WITNESS WHEREOF, the undersigned Subscriber has executed these same said ARTICLES OF INCORPORATION, this 20th day of December in the year 2010


Subscriber: **Mr. GEORGE A. HADDAD**
President and Chief Executive Officer

Certificate

APPROVED
AND
FILED

11 JAN 27 PM 2:26

of

Fabulous Restorations of South Florida, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN RE:

NOTARIZED EXECUTION OF ARTICLES OF INCORPORATION

STATE OF FLORIDA

COUNTY OF BROWARD

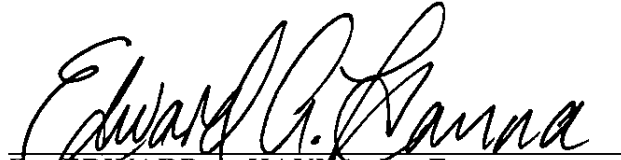
)
)
)

Before Me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **GEORGE A. HADDAD**, known to me to be the person who executed the foregoing ARTICLES OF INCORPORATION, and he/she acknowledged before me that he/she executed these same said ARTICLES OF INCORPORATION for the corporation:

Fabulous Restorations of South Florida, Inc.

Incorporated
711 N.W. 1st Street
Fort Lauderdale, FLorida 33311

In Witness Whereof, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 20th day of December, in the year 2010.



By: **EDWARD A. HANNA, Jr., Esq.**
NOTARY PUBLIC, State of Florida

My Commission Expires:



EDWARD A. HANNA
NOTARY PUBLIC
STATE OF FLORIDA
Comm# EE023840
Expires 9/8/2014