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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

EFFECTIVE DATE 4/15/11

MRS  
4/20

18027

## COVER LETTER

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

SUBJECT: F A B CONSULTANTS, INC.  
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is 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

**ADDITIONAL COPY REQUIRED**

FROM: DEBRA FABIO  
Name (Printed or typed)

18495 S. DIXIE HIGHWAY, UNIT 373  
Address

MIAMI FL 33157  
City, State & Zip

(305) 394 - 9671  
Daytime Telephone number

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



RECEIVED

11 APR 19 PM 12:02

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 30, 2011

DEBRA FABIO  
18495 S. DIXIE HIGHWAY  
UNIT 373  
MIAMI, FL 33157

SUBJECT: F.A.B. CONSULTANTS, INC.  
Ref. Number: W11000018027

We have received your document for F.A.B. CONSULTANTS, 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):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the corrected 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) 245-6879.

Ruby Dunlap  
Regulatory Specialist II  
New Filing Section

Letter Number: 611A00007729

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11 APR 19 PM 3: 24

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
F. A. B. CONSULTANTS INTERNATIONAL, INC.

EFFECTIVE DATE 4/15/11

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I  
NAME AND LOCATION OF AGENT AND OFFICES

Section 1.1 Name. The name of the corporation shall be: F.A. B. CONSULTANTS INTERNATIONAL, INC.

Section 1.2 Principal Office and Place of Business. The principal office of the corporation shall be located at 17400 SW 97 Avenue, Suite 104, Palmetto Bay, FL 33157, with a post office address at 18495 S Dixie Highway Unit 373 Miami FL 33157 which is the same. The principal place of business of the corporation shall be the same as the principal office. The corporation may change the location of the foregoing offices or the post office address, transact business at other places within or without the State of Florida and establish branch offices within or without the State of Florida, all as the Board of Directors may from time to time determine.

Section 1.3 Registered Agent and Office. The Registered Agent for the corporation to accept service of process within the State of Florida shall be HERBERT FABIO. The street address of the Registered Agent, which shall be the Registered Office, shall be 17400 SW 97 Avenue Suite 104, Palmetto Bay, FL 33157.

ARTICLE II  
DURATION AND COMMENCEMENT

Section 2.1 Duration. The Corporation shall have perpetual existence, or until dissolved according to law.

Section 2.2 Commencement of Corporate Existence The corporation's existence shall commence on the date of subscription and acknowledgement hereof which date shall be no more than 5 days prior to the filing hereof by the Department of State.

### **ARTICLE III**

#### **PURPOSE AND POWERS**

Section 3.1    Purpose            The general purpose for which the corporation is initially organized shall be to transact any and all lawful business for which a corporation may be incorporated under the laws of Florida. And to do everything necessary or convenient for the accomplishment of said purpose, and to do all other things incidental thereto or connected therewith that are not prohibited by law, and to carry out said purpose in any state, territory, country, to the extent, not prohibited by law therein.

Section 3.2    Powers            The corporation shall have and exercise all of the corporate powers enumerated in or otherwise permitted under the Florida General Corporation Act.

### **ARTICLE IV**

#### **AUTHORIZED SHARES**

Section 4.1    Class, Number and Par.            The shares of stock authorized hereunder shall not be divided into classes and shall consist of one class of common stock only. The aggregate number of shares of stock which the corporation shall be authorized to issue and have outstanding at any one time shall be limited to one thousand (1,000) shares at one dollar (\$1.00) par value.

Section 4.2    Consideration.            The consideration for the issuance of said shares, or any part thereof, shall be money current of the United States of America, or property or services of value at least equivalent to the stock issued as fixed and determined by the Board of Directors of said corporation. Whenever any share or shares of stock are issued in consideration of payment to be made in property or in services, the fair and just value of consideration for the issuance of said stock shall be affixed by stock of the corporation which shall be issued for the consideration, or for not less than the consideration in cash, property or services, shall be fully paid and non-assessable.

Section 4.3    No Preemptive Rights.            The shareholders of the corporation shall have no preemptive rights granted by the Articles of Incorporation to acquire unissued or treasury shares of the corporation or securities of the corporation convertible into or carrying a right to subscribe to acquire shares.

Section 4.4 Plurality Voting Shareholder voting shall be on a plurality basis. The shareholders of the corporation shall not be entitled to vote their shares cumulatively in elections for the Board of Directors.

## **ARTICLE V** **GENERAL**

Section 5.1 Amendment. The Articles of Incorporation may be amended from time to time only by action of the Board of Directors and the shareholders in accordance with applicable law.

Section 5.2 Directors. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have five (5) directors initially. The names and addresses of the initial members of the Board of Directors are:

NAME:	ADDRESS
Herbert F. Fabio President/Director	18495 South Dixie Highway #373 Miami, FL 33157
Debra C. Fabio Treasurer/Director	18495 South Dixie Highway #373 Miami, FL 33157
Nigel D. Fabio Secretary/Director	18495 South Dixie Highway #373 Miami, FL 33157
Shenelle T. Fabio Director	18495 South Dixie Highway #373 Miami, FL 33157
Arielle K. Fabio Director	18495 South Dixie Highway #373 Miami, FL 33157

The number of directors may be increased from time to time by an amendment to the bylaws. All directors shall be selected as provided by the by-laws.

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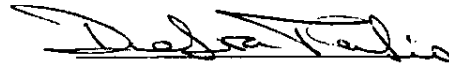
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE VI: INCORPORATOR**


The name and address of the incorporator is as follows:

DEBRA FABIO  
18495 South Dixie Highway  
#373  
Miami FL 33157

IN WITNESS WHEREOF, I have hereunto set my hand and acknowledged and filed the foregoing Article of Incorporation under the laws of the State of Florida on this 15<sup>th</sup> day of April, 2011.

  
Debra Fabio, Incorporator

*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 to act in this capacity. I further agree to comply with the provision of 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*

  
Herbert Fabio, Registered Agent

4/15/11  
Date