

p96000001983

January 1, 1996

TRANSMITTAL LETTER

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

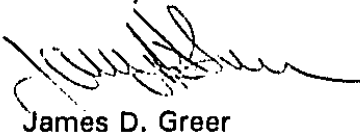
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*****70.00 *****70.00

SUBJECT: Fairway International Group, Inc.

Enclosed is an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

A check for \$70.00 is enclosed. This represents payment for the filing fee and designation of registered agent.

Sincerely



James D. Greer

JAMES D. GREER
ATTORNEY AT LAW
2700 W. OAKLAND PARK BLVD. #35
FORT LAUDERDALE, FLORIDA 33311

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE OF INCORPORATION

-of-

Fairway International Group, Inc.

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26 JAN -2 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be: Fairway International Group, Inc.

ARTICLE II

The corporation may engage in any other legal business activity permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares of common stock, having a par value of one (\$1.00) dollar per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than five hundred (\$500.00) dollars.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

4400 N.W. 5th Place, Plantation, FL 33317.

ARTICLE VII

The number of Directors of this corporation shall be at least one (1).

ARTICLE VIII

The name and street address of the member of the first Board of Directors of this corporation are as follows:

Jean Robert Achille
4400 N.W. 5th Place
Plantation, FL 33317


ARTICLE IX

The name and street address of the person signing these Articles of Incorporation as incorporator is as follows: Jean Robert Achille
4400 N.W. 5th Place
Plantation, FL 33317

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

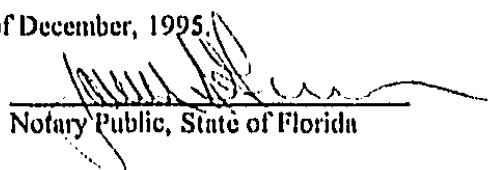
In WITNESS WHEREOF, the undersigned, Jean Robert Achille, being a natural person, competent to contract, have hereunto set his hands and seals this 11 day of December, 1995.


Jean Robert Achille

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned Notary Public of the State of Florida, personally appeared Jean Robert Achille, personally known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purpose herein expressed.

WITNESS my hand and official seal this 11 day of December, 1995.


Notary Public, State of Florida

(Notary Seal)



JAMES D CHEER
My Commission OC368220
Expires Jun. 14, 1998
Bonded by HAI
800-422-1555

CERTIFICATE DESIGNATING PLACE OF BUSINESS DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

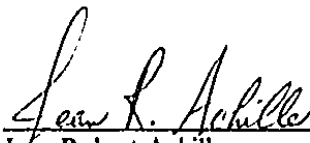
PURSUANT TO Chapter 48.091, Florida Statutes, the following is submitted in
compliance with said Act:

Fairway International Group, Inc. desiring to organize under the Laws of the State of
Florida with its principal offices as indicated in the Articles of Incorporation, in the city of Fort
Lauderdale, county of BROWARD, state of Florida has named Jean Robert Achille located at
4400 N.W. 5th Place, Plantation, FL 33317 as its agent to accept services of process within this
State.

ACKNOWLEDGMENT

Having been named to accept services of process for the above stated corporation, at the
place designated in this certificate, I hereby accept to act in this capacity, and agree to comply
with the provisions of said act relative to keeping open said office.

By :


Jean Robert Achille
Director

RECEIVED
TALLAHASSEE, FLORIDA

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P9600000/1983

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 12, 1997

FAIRWAY INTERNATIONAL GROUP, INC.
617 S ANDREWS AVE
FORT LAUDERDALE, FL 33301

SUBJECT: FAIRWAY INTERNATIONAL GROUP, INC.
Ref. Number: P96000001983

Debit Memo #: 74014-D

This is to inform you that check #1009 in the amount of \$165.00 submitted with the annual report for FAIRWAY INTERNATIONAL GROUP, INC. has been returned by your bank because of NON-SUFFICIENT FUNDS.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$180.00 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after August 12, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (904) 487-6057.

Pat Bailey
Accountant I

Letter Number: 897A00031750

State of Florida



Department of State

CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for FAIRWAY INTERNATIONAL GROUP, INC., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of August 28, 1997 for failure to file the required annual report(s), as required by law.

The document number of this corporation is P96000001983.

P96000001983

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty-eighth day of August, 1997



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State