

P96000005391

Carlos Megias
Attorney At Law
Board Certified Real Estate Attorney

2135 South Congress Avenue Suite 3C, West Palm Beach, Florida 33406
Telephone: 407 969-3344 Fax: 407 969-9698

Via Federal Express

January 12, 1996

Bureau of Corporate Records
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

RE: **F AND G IMPORT & EXPORT, INC.**

Dear sir or madam:

Enclosed please find an executed original and copy of the Articles of Incorporation, together with the executed Certificate of Designating Place of Business and Naming Resident Agent with respect to the above-referenced corporation.

Also enclosed is our trust account check made payable to the Secretary of State of Florida, in the sum of \$122.50, covering the following:

Filing Fee	\$35.00
Certified Copy	\$52.50
Resident Agent Fee	\$35.00

400001689634
-01/16/96--01047--018
****122.50 ****122.50

If you find the same to be in order, upon issuance of the Certificate of Incorporation, kindly return a certified copy to the attention of the undersigned in the enclosed Federal Express package.

Very truly yours,


CARLOS MEGIAS

CM:ms
Enclosures

JAN 18 1996 BSR

FILED
96 JAN 16 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
F AND G IMPORT & EXPORT INC.

FILED

96 JAN 16 AM 9:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation is **F AND G IMPORT & EXPORT INC.**

ARTICLE II - COMMENCEMENT AND DURATION

This corporation is to commence its corporate existence on the date of filing of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of conducting any and all lawful business pursuits.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of stock at One Dollar (\$1.00) par value non-assessable stock.

ARTICLE V - AMENDMENTS

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have not less than ONE (1) Director, and not more than THREE (3) Directors in accordance with By-Laws. The names and addresses of the initial officers and directors of this Corporation are:

PASQUALE LO DUCA - President
1621 16th Court
Jupiter, Florida 33477

MARIANNA LO DUCA - Secretary/Treasurer
1621 16th Court
Jupiter, Florida 33477

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1621 16th Court Jupiter, Florida 33477.

ARTICLE VIII - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address is 1621 16th Court Jupiter, Florida 33477.

ARTICLE IX - INCORPORATOR

The name of the person(s) signing these Articles of Incorporation is: PASQUALE LO DUCA.

ARTICLE X - INDEMNIFICATION

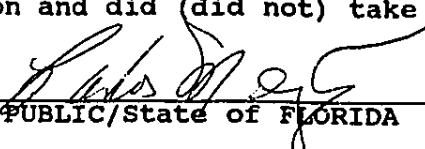
The corporation shall indemnify any person as recited in Florida Statute 607.014 to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 12th day of JANUARY, 1996.


PASQUALE LO DUCA

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 12th day of JANUARY, 1996, by PASQUALE LO DUCA, on behalf of the corporation. He is personally known to me or have produced F.L. Duca as identification and did (did not) take an oath.


NOTARY PUBLIC/State of FLORIDA

My Commission Expires:

CARLOS MEGIAS
Notary Public, State of Florida
My Commission Expires July 2, 1998
Commission No. CC 207478

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

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

That F AND G IMPORT & EXPORT INC., desiring to organize under
the laws of the State of Florida, has named PASQUALE LO DUCA, 1621
16TH COURT, JUPITER, FLORIDA 33477 as its agent to accept service
of process within the State of Florida.

ACKNOWLEDGMENT:

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


PASQUALE LO DUCA

DATE: January 10, 1996

STATE OF FLORIDA:
COUNTY OF PALM BEACH:

The foregoing instrument was acknowledged before me this
January 10, 1996, by PASQUALE LO DUCA of F AND G IMPORT & EXPORT
INC., a Florida corporation, on behalf of the corporation. He is
personally known to me or he provided F. L. D. C. as
identification and did take an oath.


NOTARY PUBLIC/State of Florida

My Commission Expires:

CARLOS MEGIAS
Notary Public, State of Florida
My Commission Expires July 2, 1998
Commission No. CC 207478

FILED
96 JAN 16 AM 9:43
TALLAHASSEE, FLORIDA
SECRETARY OF STATE