



P96000025828

ACTION GENERAL SERVICES, CORP.



WESTLAND PROFESSIONAL BUILDING
1490 WEST 49TH PLACE, SUITE 515
HIALEAH, FLORIDA 33012

PHONES: (305) 823-1201 • (305) 823-1034
FAX: (305) 823-4001

March 13, 1996

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-03/18/96--01127--019
***+131.25 ***+131.25

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

To whom it may concern:

Enclosed please find the Articles of Incorporation of Plastic Air Freshener, Inc., and a check No. 1747 in the amount of \$131.25 which represents the filing fee, certified copy and certificate.

As soon as the Corporation is file, please be so kind to return it to us:

Plastic Air Freshener, Inc.
c/o Action General Services, Corp.
1490 W. 49th Pl. Suite 515
Hialeah, Fl. 33012

Thank you, in advance for your prompt cooperation in this matter and/or should you have any questions, please feel free to contact me.

Sincerely yours,

Anita Gonzalez
Anita Gonzalez
Action General Services, Corp.

/ag

SECRETARY OF STATE
TALLAHASSEE FLORIDA

95 MAR 18 AM 9:03

FILED

63 3/25/96

ARTICLES OF INCORPORATION
OF
PLASTIC AIR FRESHENER, INC.

FILED
96 MAR 10 AM 9:03
CLERK OF THE STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the Corporation is PLASTIC AIR FRESHENER, INC. and the mailing address is 117 N.E. 1st Ave. Suite 511, Miami, Fl. 33132.

ARTICLE II

NATURE OF BUSINESS

This Corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida.

To generally have and exercise all powers, rights and privileges necessary, suitable, convenient or proper for the accomplishment of any of the purpose or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and power herein named for the enhancements of the value of the property of the corporation or which at any time appear conducive there to or expedient.

ARTICLE III

TERMS OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date in which Corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$250.00 per value common stock, which shall be designated "Common Shares".

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of Corporation is 117 N.E. 1st Ave. Suite 511, Miami, Fl. 33132 and the name of the initial registered agent of this Corporation is Mr. JUAN A. GUARDARRAMA, SOCIAL SECURITY 434-51-6071.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have TWO (2) Directors initially. The number of directors may be either increased or diminished from time to time By-Laws, but shall never be less than one (1). The name(s) and address(es) of the initial Directors of this Corporation are:

JUAN A. GUARDARRAMA	117 N.E. 1st Ave. Suite 511 Miami, FL. 33132
PABLO G. FALCON	117 N.E. 1st Ave. Suite 511 Miami, FL. 33132

ARTICLE VII

The officers of the Corporation shall be as followed:

JUAN A. GUARDARRAMA	PRESIDENT	250 SHARES
PABLO G. FALCON	TREASURER/SECRETARY	250 SHARES

ARTICLE VIII

AMENDMENTS TO
ARTICLES OF INCORPORATION
AND BY-LAWS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and right conferred upon the shareholders is subject to this reservation. Furthermore, the power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders of this Corporation.

ARTICLE IX

POWERS

This Corporation shall have all the Corporate Powers enumerated in the Florida General Corporation Act.

ARTICLE X

DIVIDENDS

Dividends Payable in shares of any class may be paid to holders of shares of any other class.

ARTICLES XI

INDEMNIFICATION

This Corporation shall indemnify any and all of its Directors, Officers, Employees or Agents or former Directors, Officers, Employees or Agents or any persons who may have served at its request as a Director, Officers, Employees or Agent of another Corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include but not limited to, the expenses, including the cost of any judgements, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any such person or his legal representative may be made a party or may be threatened to be made a party by reason of his being or having been a Director, Officer, Employee or Agent as therein provided.

The foregoing right of indemnification shall not be exclusive of any other rights to which any Director, Officer, Employee or Agent may be entitled as a matter of law or which it may be lawfully granted.

ARTICLE XII

INCORPORATION

The names and addresses of the persons signing these Articles are:

JUAN A. GUARDARRAMA 117 N.E. 1st Ave. Suite 511, Miami, Fl. 33132

PABLO G. FALCON 117 N.E. 1st Ave. Suite 511, Miami, Fl. 33132

Juan A. Cuatrecasas

~~Notary Public~~

RAFAEL A. NODAL
MY COMMISSION # CC 200210
EXPIRES: June 20, 1998
Bonded Thru Notary Public Underwriters

FILED

96 MAR 18 AM 9:03

CERTIFICATE DESIGNATING REGISTERED AGENT STATE OF FLORIDA
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That PLASTIC AIR FRESHENER, INC. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Certificate of Incorporation, at the City of Hialeah, County of Dade, State of Florida, has named Mr. JUAN A. GUARDARRAMA address 117 N.E. 1st Ave. Suite 511, Miami, Fl. 33132 as its agent to accept services of process within this State.

ACKNOWLEDGEMENT:

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

This 13th day of March, 1996.



Juan A. Guardarrama



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ACTION GENERAL SERVICES, CORP.



WESTLAND PROFESSIONAL BUILDING
1400 WEST 40TH PLACE, SUITE 515
HIALEAH, FLORIDA 33012

PHONE: (305) 823-1201 • (305) 823-1034
FAX: (305) 823-4001

July 5, 1996

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

000001887420
-07/09/96--01074--005
****35.00 ****35.00

To whom it may concern:

Enclosed please find the amendment to the Articles of Incorporation of Plastic Air Freshener, Inc. and a check No. 1738 in the amount of \$35.00 which represents the fee of the amendment.

Thank you, in advance for your prompt cooperation in this matter and/or should you have any questions, please feel free to contact me.

Sincerely yours,

Anita Gonzalez
Anita Gonzalez
Action General Services, Corp.

/ag

Amend

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL -8 PM 1:47

JUL 15 1996

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PLASTIC AIR FRESHENER, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL -8 PM 1:47

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

AMENDMENT TO ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$5.00 per value common stock, which shall be designated "Common Shares".

This amendment was adopted on March 18, 1996

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 30th day of June, 1996



Juan A. Guadarrama
President