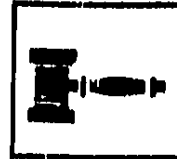


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DOCUMENT TYPING SERVICE

2715 N. Cocon Boulevard (U.S. 1)
Cocon, Florida 32922
(407) 633-9353



March 29, 1996

Department of State
Division of Corporations
Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32301

300001765293
-04/02/96--01062--005
****127.50 ****127.50

Re: FAF Corporation

Gentleman/Madam:

Enclosed is an original and one copy of Articles of Incorporation for the above named Corporation. In addition, a check in the sum of \$127.50 is enclosed which represents the following fees:

Filing Fee	\$35.00
Certified Copy	57.50
Reg. Agent Fee	35.00
	<u>\$127.50</u>

Please file the original of the enclosed Articles of Incorporation and return a Certified Copy to the undersigned.

Yours very truly,

Connie L. Embury
Connie L. Embury

APR 8 1996 BSB

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 APR -1 AM 8:31

FILED

ARTICLES OF INCORPORATION
OF
F.A.F. CORPORATION

FILED

96 APR -1 AM 8:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE: NAME: The name of the corporation shall be F.A.F. CORPORATION.

ARTICLE TWO: DURATION: The term of existence of the corporation is perpetual.

ARTICLE THREE: PURPOSE: The purpose of the corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. F.A.F. CORPORATION also may own, buy, and sell parts or all of other businesses, real estate, and investments; conduct research; develop equipment; design, construct, own, sell, and lease equipment; and hold patents. F.A.F. CORPORATION, may do writing of all types, including printing, publishing, distributing, buying, and selling; enter into textiles and their manufacture, distribution, sales, etc.; and take advantage of any and all opportunities, ventures, and spin-offs that are legally available.

ARTICLE FOUR: CAPITAL STOCK: The aggregate number of shares which the corporation has authority to issue is one hundred (100) shares, all of which shall be common shares with a par value of no par value.

ARTICLE FIVE: REGISTERED OFFICE: The street address of the initial Registered Office of the corporation is 280 So. Atlantic Avenue, Cocoa Beach, Florida 32931 and the name of the Registered Agent is FRANK GALLO.

ARTICLE SIX: DIRECTORS: The Board of Directors of the corporation shall consist of no less than ONE and no more than EIGHT members. The names and addresses of the Initial Board of Directors are:

FRANK GALLO
280 So. Atlantic Ave
Cocoa Beach, Florida 32931

ARTICLE SEVEN: INCORPORATORS: The incorporators of the corporation and the subscribers to these Articles of Incorporation are:

FRANK GALLO
280 So. Atlantic Ave
Cocoa Beach, Florida 32931

ARTICLE EIGHT: BY-LAWS AND ARTICLES OF INCORPORATION: The shareholders shall have the exclusive authority to formulate, approve and/or amend By-Laws of the corporation and shall have the exclusive authority to formulate, approve, and/or adopt these amendments to these Articles of Incorporation.

ARTICLE NINE: COMMENCEMENT OF EXISTENCE: The corporation shall be deemed to commence its existence upon the filing of these Articles in the Office of the Secretary of State of the State of Florida.

ARTICLE TEN: PRINCIPAL PLACE OF BUSINESS: The principal place of business for said corporation is: 280 So. Atlantic Avenue, Cocoa Beach, Florida 32931 and the mailing address is: The Same.

DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

F.A.F. CORPORATION, a Florida corporation, pursuant to Florida Statute 48.091, and its Articles of Incorporation, hereby designate **FRANK GALLO**, whose address 280 So. Atlantic Avenue, Cocoa Beach, Florida 32931 as its Registered Agent and Registered Office for the service of process as required by law.

I, FRANK GALLO, of 280 So. Atlantic Avenue, Cocoa Beach, Florida 32931, having been named in the foregoing Designation of Registered Agent by F.A.F. CORPORATION, a Florida corporation and being fully advised and apprised of the duties of a Resident Registered Agent for the service of process as proscribed by Florida Statute 48.091, do hereby accept said designation, and agree to accept service of process as Resident Registered Agent, to keep the office open during proscribed hours, to post my name in a conspicuous place in the office as required by law, and to otherwise comply with the obligations of a Resident Registered Agent to maintain a Registered Office as heretofore indicated.

Frank Gallo
FRANK GALLO (Registered Agent)

DATED this 13 day of March, 1996.

IN WITNESS WHEREOF, I have subscribed my name this 13 day of March, 1996.

Frank Gallo
FRANK GALLO Incorporator

FILED
96 APR -1 AM 8:31
STATE OF FLORIDA
TALLAHASSEE