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## ARTICLES OF INCORPORATION OF

#### A & S FAMILY CORP.

The undersigned hereby forms a corporation for profit under Chapter 607 of the laws of the State of Florida.

#### ARTICLE I. NAME

The name of the corporation shall be:

#### A & S FAMILY CORP.

The address of the principal office of this corporation shall be 7605 SW 105 Avenue, Miami, Florida 33173, and the mailing address of the corporation shall be the same.

#### ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock at \$1.00 par value.

#### ARTICLE IV. ADDRESS

The street address of the initial registered office of this corporation shall be 526 East Park Avenue, Suite 200 Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is UCC Filing & Search Services, Inc.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. OFFICERS AND DIRECTORS

The name and address of the initial Officer and Director is:

Josie Abella 7605 SW 105 Avenue Miami, Florida 33173

Michael Abella 7605 SW 105 Avenue Miami, Florida 33173 President/Vice-President/Director

Secretary/Treasurer/Director

#### ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

UCC Filing & Search Services, Inc. 526 East Park Avenue, Suite 200 Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of UCC Filing & Search Services, Inc., has hereunto set her hand and seal of UCC Filing & Search Services, Inc., on this 30th day of September, 1996.

UCC Filing & Search Services, Inc.

Its Agent Betty B. Your

## ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

UCC Filing & Search Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position or Registered Agent under Section 607.0505, Florida Statutes.

UCC Filing & Search Services, Inc.

y: Filly K

Betty B. Young

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UCC FILING & GEARCH SERVICES.	, INC.	

Other

Examiner's Initials

Florida Department of State, Sandra B. Mortham, Secretary of State

#### STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida. A & S Family Corporation 1a. The name of the corporation is: \_\_\_\_\_ 7605 SW 105 Avenue 1b. The mailing address of the corporation is :  $\_$ <u>Miami, FL 33173</u> 1c. Date of incorporation: 9-30-96 \_\_\_\_\_ Document number: \_\_\_ P96000080878 The name and address of the current registered agent and office: UCC Filing & Search Services, Inc. 526 East Park Avenue, Suite 200 Tallahassee, FL 32301 3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable) \$\square\$ Josie Abella 7605 SW 105 Avenue Miami, FL 33173 The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical. Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board. (Signature of an officer, chairman or President (Printed or typed name and title) Having been named as registered agent and to accept service of process for the above stated corporation, Thereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. (Signature of Registered Agent) If signing on behalf of an entity: Josie Abella <u>President</u> (Typed or Printed Name) (Capacity)

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

## P960000 80878

July 7, 1997

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

500002294355--7 -07/09/97--01116--002 \*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir/Madam:

Enclosed please find a money order for \$35.00 for filing articles of dissolution as contained in the attached form.

Please let us know if there are any other fees we need to pay. How soon can we order a copy of the dissolution?

Thanking you in advance for your assistance, and should you have any questions, please do not hesitate to contact either myself or my husband Michael Abelia at (305)279-5111. Our address is 7605 S. W. 105 Avenue, Miami, Florida 33173.

Sincerely,

Joen alella

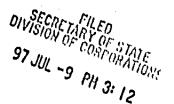
Josie Abella

SECRETARY OF STATIONS
ON ISLOY OF PH 3: 12

JOSIE ABELLA 7608 STU 108 AVE MIAMI, FL. 33173

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## ARTICLES OF DISSOLUTION FOR A & S FAMILY CORP.



Pursuant to the provisions of Section 607, Florida Statute, the undersigned corporation adopts the following articles of dissolution.

FIRST:

The name of the corporation is A & S FAMILY CORP.

SECOND:

The articles of incorporation for A & S FAMILY CORP, were filed on

September 30, 1996 under documents number P96000080878.

THIRD:

None of the corporation's shares have been issued.

FOURTH:

No corporate debt remains unpaid.

FIFTH:

A majority of the directors have authorized the dissolution by adoption of a

resolution dated June 9, 1997.

Dated: June 9 49, 1997.

A & S FAMLY CORP.

BY:

Josie S. Abella, Director

BY:

Michael J. Abella, Director