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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001  
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255  
CONTACT: RAY STORMONT FAX #: (305)541-3770  
PHONE: (305)541-3694

NAME: G & A IMPORTS CORPORATIN  
AUDIT NUMBER.....H96000016925  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0 PAGES..... 5  
CERT. COPIES.....1 DEL.METHOD.. FAX  
EST.CHARGE.. \$122.50

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EFFECTIVE DATE  
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**ARTICLES OF INCORPORATION**  
**OF**  
**G & A IMPORTS CORPORATION**

The undersigned Incorporators sign the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I**  
**CORPORATE NAME**

**EFFECTIVE DATE**  
**12.2.96**

The name of the corporation shall be:

G & A IMPORTS CORPORATION

**ARTICLE II**  
**TERM OF EXISTENCE**

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III**  
**NATURE OF BUSINESS AND POWERS**

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

**ARTICLE IV**  
**CAPITAL STOCK**

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One (\$01) Cent per share.

Prepared by:  
Ivette Halphen Leon, Esq.  
Florida Bar No.: 981834  
Alayon & Peña, P.A.  
2450 S.W. 137th Avenue, Suite 226  
Miami, Florida 33175  
(305) 221-2110

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**ARTICLE V**  
**REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The initial registered agent and street address of the initial registered office  
of the corporation shall be:

RICHARD A. ALAYON, ESQ.  
ALAYON & PEÑA, P.A.  
2450 S.W. 137th Avenue  
Suite 226  
Miami, Florida 33175

**ARTICLE VI**  
**MAILING ADDRESS OF THE CORPORATION**

The mailing address of the Corporation is the principal office of the  
Corporation as of the date of execution of these Articles, and is:

8357 W. Flagler Street  
Suite 313  
Miami, Florida 33144

**ARTICLE VII**  
**BOARD OF DIRECTORS**

This corporation shall have one directors initially. The name and address  
of the initial director of the corporation, who shall hold office until his successor is  
elected and qualified or until his earlier resignation or removal from office is:

Mr. Gilberto Sanchez  
8357 W. Flagler Street  
Suite 313  
Miami, Florida 33144

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The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall never be less than one.

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the incorporator of the corporation is:

Mr. Gilberto Sanchez  
8357 W. Flagler Street  
Suite 313  
Miami, Florida 33144

**ARTICLE IX**  
**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporators, have executed the foregoing Articles of Incorporation this 2 day of December, 1996.

  
\_\_\_\_\_  
GILBERTO SANCHEZ,  
Incorporator

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STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF DADE     )

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BEFORE ME, a Notary Public, personally GILBERTO SANCHEZ, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and he acknowledged before me that she subscribed to these Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 2 day of December, 1996.




  
Notary Public  
State of Florida at Large

My Commission Expires:

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of G & A IMPORTS CORPORATION, the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 607.325.

Dated this 2nd day of December, 1996.

  
Richard A. Alayon, Esq.  
Alayon & Peña, P.A.

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