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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: F.B.R. OF SOUTH FLORIDA, INC.
AUDIT NUMBER.....H97000001069
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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2002
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ARTICLES OF INCORPORATION

(5)

OF

F.B.R. of South Florida, INC.

The undersigned hereby petition for the formation of a corporation under the laws of the State of Florida, with and under the following Charter:

ARTICLE I

The name of the corporation shall be:

F.B.R. of South Florida, INC.

ARTICLE II

The general nature of the business to be transacted shall be Jewelry Assembler and to otherwise engage in any activity or business permitted under the laws of the United States of America and this State.

ARTICLE III

The capital stock of this corporation shall consist of 1000 shares of common stock of \$1.00 par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. On dissolution or liquidation of the corporation the holders of the stock shall be entitled to distribution ratable as their holdings may appear upon the stock record of the corporation.

Page 1

GERALD T. ENGEL, ESQ.
901 N. W. 22ND AVENUE
MIAMI, FL 33125
(305) 649-7344

FL. BAR NO.: 694-290

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ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The business and property of this corporation shall be managed by a Board of Directors consisting of one or more members, as may be provided By-laws.

ARTICLE VI

The names and post office addresses of the first Board of Directors of this corporation, who, subject to the provisions of this Certificate, the By-laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected and have qualified, are as follows:

Rafael Antonio Vigo	President
11811 SW 35 St	
Miami, Fl 33175	

ARTICLE VII

The Registered Agent for the purpose of complying with Florida law shall be Rafael Antonio Vigo and the registered agent's office of this corporation shall be 11811 SW 35 St, Miami, Florida.

ARTICLE VIII

The post office address of the principal office of this corporation until otherwise determined by the stockholders or Board of Directors of this corporation, 11811 SW 35 St, Miami, FL branch offices may be maintained at such places in the State of Florida, and in the United States of America and in foreign countries as may

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from time to time be authorized by the stockholders or Board of Directors of this Corporation.

ARTICLE IX

The name and post office address of the Subscribers of this Certificate of Incorporation and the number of shares of the capital stock of this corporation subscribed by the said Subscriber of this Certificate of Incorporation are as follows:

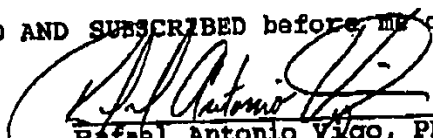
NAME	ADDRESS	NO. OF SHARES
Rafael Antonio Vigo	11811 SW 35 St Miami, Fl	1000

ARTICLE X

The regulations of the conduct of the affairs of this corporation, the issuance of certificate of capital stock of this corporation, the voting rights of the holders of the shares of the capital stock of this corporation, are vested in the shareholders.

IN WITNESS WHEREOF, the undersigned Subscribers have hereunto set their hands and seals in the County of Dade, State of Florida, before me on this 16 day of January, 1997.

SWORN TO AND SUBSCRIBED before me on this 16th day of January, 1997.


Rafael Antonio Vigo, PRESIDENT (SEAL)
Identification V200-721-72-099-0

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Rafael Antonio Vigo known to be the

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person who executed the foregoing Certificate of Incorporation of F. B. R. of South Florida, Inc., and they acknowledged before me that they have executed the same for the purpose therein set forth.

SWORN TO AND SUBSCRIBED before me on this 18th day of January, 1997.



NOTARY PUBLIC
COMMISSION EXPIRES JAN. 18, 2000
ATLANTIC BANKING CO., INC.

Notary Public, State of Florida

MY COMMISSION EXPIRES:

I ACCEPT DESIGNATION AS REGISTERED AGENT OF THIS CORPORATION AND I AM FAMILIAR WITH THE DUTIES REQUIRED OF ME

Rafael Antonio Vigo

Prepared by:

GERALD T. ENGEL, ESQ.
901 N. W. 22ND AVENUE
MIAMI, FL 33125
(305) 649-7344

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