

P97000015060

F & S DEVELOPERS, INC.
9760 S.W. 147 STREET
33176

December 16, 1996

800002062028--4

-01/17/97--01073--003

***122.50 ***122.50

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

Gentlemen:

Enclosed please find the Articles of Incorporation for F & S DEVELOPERS, INC., and a check in the amount of \$122.50 to cover the filing of these articles.

Please note that I wish the articles to be filed as of January 1, 1997.

Very Truly Yours,

Guy H. Smith
Guy H. Smith
Incorporator

EFFECTIVE DATE

1-10-97

FILED
97 JAN 17 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 24

BSB

625

W97-1791

IFEB 17



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 24, 1997

GUY H. SMITH
9760 S.W. 147TH STREET
MIAMI, FL 33176

SUBJECT: F & S DEVELOPERS, INC.
Ref. Number: W97000001791

We have received your document for F & S DEVELOPERS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 897A00003635

FILED

ARTICLES OF INCORPORATION 97 JAN 17 PM 1:15
OF
F & S DEVELOPERS, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
1-10-97

The undersigned, acting as incorporator of F & S DEVELOPERS, INC., under the Florida Business Corporation Act, adopts the following articles of incorporation.

ARTICLE I - NAME

The name of the corporation is:

F & S DEVELOPERS, INC.

ARTICLE II - ADDRESS

The mailing address of the corporation is:

9760 S.W. 147 STREET
MIAMI, FL 33176

ARTICLE III - COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on January 10, 1997.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE V - AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 9760 S.W. 147 Street, Miami, FL 33176, and the name of the corporation's initial registered agent at that address is Guy H. Smith.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may either be increased or diminished from time to time, as provided in the bylaws, but never be less than one. The name and street address of the initial director are:

NAME:	ADDRESS:
Guy H. Smith	9760 S.W. 147 Street
	Miami, FL
	33176

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

NAME:	ADDRESS:
Guy H. Smith	9760 S.W. 147 Street
	Miami, FL
	33176

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders which specifically provides that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X - AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these articles of incorporation in the manner described by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these articles of incorporation the 16TH day of DECEMBER, 1996.

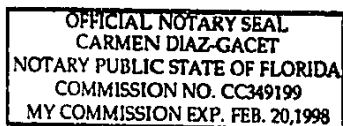
A handwritten signature in cursive script, appearing to read "Guy M. Smith", is written over a horizontal line.

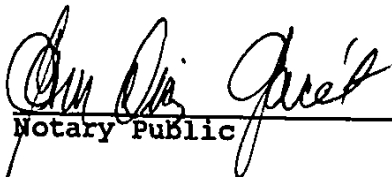
Guy M. Smith
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

Before me, a notary public authorized to take acknowledgement in the state and county set forth above, personally appeared GUY H. SMITH, known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed the articles of incorporation.

In witness whereof, I have hereunto set my hand and seal in the state and county aforesaid this 16th day of DECEMBER, 1996.





Notary Public

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with and accept the obligations of that position.



Guy H. Smith

FILED
97 JAN 17 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA