



P97000076117

## Florida Incorporators, Inc.

Mark S. Hankins  
President  
1221 Brickell Avenue, Suite 900  
Miami, Florida 33131

August 29, 1997

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-09/02/97--01097--017  
\*\*\*122.50 \*\*\*122.50

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

RE: FA-GYB U.S.A., Inc.

Dear Corporate Specialist:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation, and funds of \$122.50 representing the filing fee for same.

Please do not hesitate to contact the undersigned if there are any questions or concerns.

Sincerely,

Mark Hankins  
President

FILED  
97 SEP -2 PM 12:34  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

9/3/97-740

ARTICLES OF INCORPORATION  
OF  
FA-GYB U.S.A., INC.

FILED  
97 SEP -2 PM 12:34  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is FA-GYB U.S.A., INC.

SECOND: The period of its duration is perpetual.

THIRD: The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

FIFTH: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000) SHARES of capital stock, \$1.00 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is TWO (2) and the names and addresses of the persons who are to serve as directors

until the first annual meeting of shareholders or until their successors are elected and qualified are:

NESTOR J. GOMEZ  
4750 N.W. 98TH PLACE  
MIAMI, FL 33178

TERIBELL GOMEZ  
4750 N.W. 98TH PLACE  
MIAMI, FL 33178

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SEVENTH: The name and address of the incorporator is:

NESTOR J. GOMEZ  
4750 N.W. 98TH PLACE  
MIAMI, FL 33178

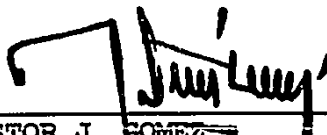
EIGHTH: The name and address of the initial registered agent and the initial registered office is:

NESTOR J. GOMEZ  
4750 N.W. 98TH PLACE  
MIAMI, FL 33178

NINTH: The principal office and mailing address of the corporation is:

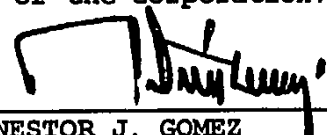
FA-GYB U.S.A., INC.  
4750 N.W. 98TH PLACE  
MIAMI, FL 33178

DATED: August 27, 1997

  
\_\_\_\_\_  
NESTOR J. GOMEZ  
Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent of the corporation.

  
\_\_\_\_\_  
NESTOR J. GOMEZ