



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 599650 82779A

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 70.00

ORDER DATE : November 13, 1997

400002346424-7

ORDER TIME : 11:22 AM

ORDER NO. : 599650-010

CUSTOMER NO: 82779A

CUSTOMER: Millie Molina, Legal Assistant  
HUGH F. CULVERHOUSE, JR., PA

Suite 3599  
One Biscayne Tower  
Miami, FL 33131

DOMESTIC FILING

NAME: ALL AMERICAN PRODUCTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS: \_\_\_\_\_

2555  
W97-25794

97 NOV 13 PM 1:15  
97 NOV 13 PM 3:41  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

RECEIVED  
FLORIDA DEPARTMENT OF STATE  
97 NOV 13 PM 3:41

November 14, 1997

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607

SUBJECT: ALL AMERICAN PRODUCTS, INC.  
Ref. Number: W97000025794

We have received your document for ALL AMERICAN PRODUCTS, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 897A00054827

**RESUBMIT**

Please give original  
submission date as file date.

RECEIVED  
97 NOV 17 PM 4:16  
FLORIDA DEPARTMENT OF STATE

**ARTICLES OF INCORPORATION**

**OF**

**ALL AMERICAN PRODUCTS, INC.**

FILED  
DEPARTMENT OF STATE  
CORPORATIONS  
97 NOV 13 PM 3:41

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation is **ALL AMERICAN PRODUCTS, INC.**

**ARTICLE II**

The period of its duration is perpetual.

**ARTICLE III**

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 for the State of Florida.

**ARTICLE IV**

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 General Corporation Act of the State of Florida.

**ARTICLE V**

The aggregate number of shares which the corporation shall have authority to issue is One thousand (1,000) shares of capital stock, \$.001 par value per share, which capital stock is designated as Common Stock.

Prepared by:  
John C. Strickroot, Jr.,  
FL Bar #0769339  
One Biscayne Tower  
Suite 3599  
Miami, FL 33131  
(305) 371-3600

## **ARTICLE VI**

The number of directors constituting the initial Board of Directors of the corporation shall be one (1). The number of directors may be increased or diminished from time to time by a vote of the shareholders, but shall never be less than one (1). The name and address of the initial director of this corporation are:

Jose Gerardo Franco	-	President/Director
Luis M. Fernandez	-	Vice President, Secretary/Director
2600 S.W. 3 <sup>rd</sup> Avenue		
Penthouse B		
Miami, Florida 33129		

The name and address of the incorporator signing these Articles are:

Luis M. Fernandez  
2600 S.W. 3<sup>rd</sup> Avenue  
Penthouse B  
Miami, Florida 33129

## **ARTICLE VII**

The name and address of the initial registered agent and the initial registered office are:

Luis M. Fernandez  
2600 S.W. 3<sup>rd</sup> Avenue  
Penthouse B  
Miami, Florida 33129

## **ARTICLE VIII**

The initial by-laws of the corporation shall be adopted by the directors. Thereafter, by-laws of the corporation may be adopted, altered, amended or repealed from time to time only by the shareholders of the corporation.

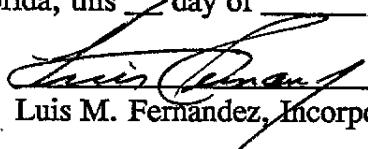
Prepared by:  
John C. Strickroot, Jr.,  
FL Bar #0769339  
One Biscayne Tower  
Suite 3599  
Miami, FL 33131  
(305) 371-3600

**ARTICLE IX**

The principal place of business and mailing address of this corporation is:

2600 S.W. 3<sup>rd</sup> Avenue  
Penthouse B  
Miami, Florida 33129

**EXECUTED** at Miami, Florida, this \_\_\_\_ day of \_\_\_\_, 1997.

  
Luis M. Fernandez, Incorporator

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**

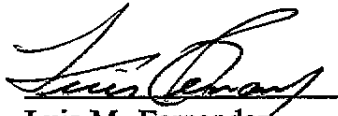
In accordance with Section 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof:

**ALL AMERICAN PRODUCTS, INC.** desiring to  
organize under the laws of the State of Florida, hereby  
designates LUIS M. FERNANDEZ, AT 2600 S.W 3rd Avenue  
Penthouse B, Miami, Florida 33129 as the registered agent.

Prepared by:  
John C. Strickroot, Jr..  
FL Bar #0769339  
One Biscayne Tower  
Suite 3599  
Miami, FL 33131  
(305) 371-3600

**ACCEPTANCE**

Having been named as Registered Agent for the above-named corporation, I hereby agree to act in such capacity for such corporation at its registered office.

  
Luis M. Fernandez

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 13 PM 3:41

Prepared by:  
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