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**LAW OFFICES OF JUSTIN G. JOSEPH, P.A.**  
**ATTORNEYS AT LAW**

*Justin G. Joseph*  
*David P. Folkenflik*  
March 26, 1998

1266 S. Pinellas Avenue  
Tarpon Springs, FL 34689  
Tel : 813-938-2227  
Telecopier : 813-938-8447

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

Re: Farghali Corporation. *[Signature]*

600002472316-9  
-03/30/98-01085-011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir(s):

Enclosed for filing with your office, please find proposed Articles of Incorporation for Farghali Corporation, Inc.

Additionally, I am enclosing my firm check in the amount of \$70 to cover the following itemized expenses:

Filing Fees	\$ 35.00
Registered Agent Designation	<u>\$ 35.00</u>
<b>TOTAL</b>	<b>\$ 70.00</b>

Thank you for your assistance in this matter.

Very truly yours,

*[Signature]*  
Justin G. Joseph

JGJ:km  
Enclosure(s)

**FILED**  
98 MAR 30 AM 11:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK MAR 31 1998



ARTICLES OF INCORPORATION

OF

FARGHALI CORPORATION, INC.

The undersigned DEBRA SALAM does hereby make, subscribe, acknowledge and file(s) these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The names of this corporation shall be FARGHALI CORPORATION, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted is for the purpose of Automotive Sales.

The corporation is organized for the purpose of transacting any and all other lawful business and is organized to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall consist of One Thousand (1000) shares of common stock with par value of One Dollar (\$1.00).

The initial stockholder(s) shall be DEBRA SALAM.

The 1000 shares held by the initial stockholders as listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining stockholders or to this corporation.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence.

FILED  
98 MAR 30 AM 11:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered and corporate office of this corporation is 20 Woodcutter Lane, Palm Harbor, Florida, and the name of the initial registered agent of this corporation at that address is DEBRA SALAM.

ARTICLE VI

MANAGEMENT OF BUSINESS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the shareholders of this corporation. This corporation will not have directors.

ARTICLE VII

OFFICERS OF THE CORPORATION

The officers of the corporation shall be SALIM GINEM President and DEBRA SALAM, Secretary.

ARTICLE VIII

INCORPORATORS

The name and address of the initial incorporator to these Articles of Incorporation are:

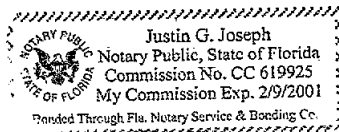
Debra Salam 3/26/98  
DEBRA SALAM

Address

STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me this 26 day of MARCH, 1998, by DEBRA SALAM and , who is personally known to me or who has produced ( ) a Driver's License or Non-Driver's I.D. issued by Florida or any other U.S. State; ( ) a U.S. Passport or a Foreign Passport stamped by the U.S. Immigration and Naturalization Services; ( ) a U.S. Military I.D.; ( ) a Canadian or Mexican Driver's License issued by an official agency; ( ) for an inmate in custody, an I.D. issued by the Florida Department of Corrections, as identification and who (did)(did not) take an oath.

Justin G. Joseph  
Name: Justin G. Joseph  
Notary Public-State of Florida  
Commission No.:





CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FARGHALI CORPORATION. , desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Palm Harbor, State of Florida, has named DEBRA SALAM of 20 Woodcutter Lane, Palm Harbor, Florida, 34683, as its agent to accept service of process within Florida.

SIGNATURE: \_\_\_\_\_

TITLE: INCORPORATOR

DATE: \_\_\_\_\_

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

\_\_\_\_\_  
DEBRA SALAM

\_\_\_\_\_  
Date 3/26/98

**FILED**  
98 MAR 30 AM 11:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA