

Charter Number Only

5/18
P48000045378

Requestor's Name _____
Address BOR _____
City _____ State _____ ZIP _____ Phone _____

ION ONLY

300002516813--6
-05/08/98--01017--018
****122.50 ****122.50

CORPORATION(S) NAME

Brother

F E M INC

FILED
98 MAY 20 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MAY - 8 AM 9:45
DIVISION OF CORPORATIONS

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Foreign	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Will Wait	<input type="checkbox"/> Mail Out
<input type="checkbox"/> Walk In	<input type="checkbox"/> Pick Up	

Name	<u>W98 10480</u>
Availability	
Document	<u>K. Roife</u>
Examiner	<u>MAY 08 1998</u>
Updater	
Verifier	<u>678</u>
Acknowledgment	
W.P. Verifier	

cert. copy
11250


Empire Toll Free: 1-800-432-3028



RECEIVED

98 MAY 12 AM 9:22

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

May 8, 1998

EMPIRE

MIAMI, FL

SUBJECT: F & M INC.
Ref. Number: W98000010486

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 398A00025557



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 12, 1998

EMPIRE

TALLAHASSEE, FL

SUBJECT: F & M ENTERPRISES, INC.
Ref. Number: W98000010748

We have received your document for F & M ENTERPRISES, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 798A00026197

RECEIVED
MAY 14 AM 9:20
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

99 MAY 18 AM 9:58
DIVISION OF CORPORATION

May 14, 1998

EMPIRE

TALLAHASSEE, FL

SUBJECT: M & F ENTERPRISES, INC.

Ref. Number: W98000010748

We have received your document for M & F ENTERPRISES, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 698A00026848



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 18, 1998

EMPIRE

TALLAHASSEE, FL

SUBJECT: F & M HOLDINGS, INC.
Ref. Number: W98000011250

We have received your document for F & M HOLDINGS, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 198A00027586

RECEIVED
93 MAY 20 AM 9:12
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

of

F & M Brothers, Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

F & M Brothers, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE million shares (1,000,000) of one Tenth of a penny Dollar(s) (\$.001) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Kenneth Michael Manfredi Sr</u>		
ADDRESS	<u>6031 NW 61st Street</u>		
CITY	<u>Parkland</u>	FLORIDA	ZIP <u>33067-4411</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>F & M Brothers, Inc.</u>		
ADDRESS	<u>6031 NW 61st Street</u>		
CITY	<u>Parkland</u>	FLORIDA	ZIP <u>33067-4411</u>

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TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Irving Fryar Sr</u>		
ADDRESS	<u>7809 Galleon Ct</u>		
CITY	<u>Parkland</u>	STATE	<u>FL</u> ZIP <u>33067-4411</u>
NAME	<u>Kenneth Michael Manfredi</u>		
ADDRESS	<u>6031 NW 61st Street</u>		
CITY	<u>Parkland</u>	STATE	<u>FL</u> ZIP <u>33067-4411</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>Irving Fryar Sr</u>		
ADDRESS	<u>7809 Galleon Ct</u>		
CITY	<u>Parkland</u>	STATE	<u>FL</u> ZIP <u>33067-4411</u>
NAME	<u>Kenneth Michael Manfredi Sr.</u>		
ADDRESS	<u>6031 NW 61st Street</u>		
CITY	<u>Parkland</u>	STATE	<u>FL</u> ZIP <u>33067-4411</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 5 day of MAY, 1998.

Irving Fryar Sr (Seal)
Kenneth Michael Manfredi Sr. (Seal)
 _____ (Seal)

CERTIFICATE AND KNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

F & M Brothers, Inc.
(name of corporation)

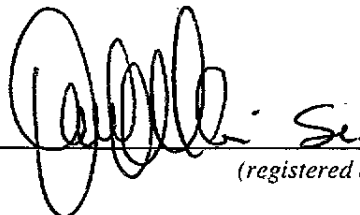
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 6031 NW 61st Street
Parkland, FL 33067-4411

has named Kenneth Michael Manfredi Sr
located at the aforesaid address, as its Registered Agent to accept service of process within
this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated
corporation at the place designated in this certificate, and being familiar with the obliga-
tions of that position, I hereby accept to act in this capacity, and agree to comply with the
provisions of Florida Law in keeping open said office.


(registered agent)

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98 MAY 20 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA