

P98000045703

Angel Araujo
5556 N.W. 200th Street
Miami, Florida 33055

May 8, 1998

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

300002527953-7
-05/18/98-01140-014
***122.50 ***122.50

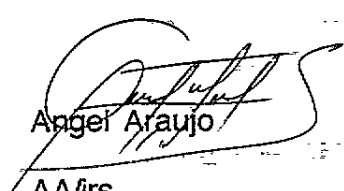
Re: Articles of Incorporation for A & F Import and Export, Inc.

Dear Sir/Madam:

Enclosed you will find an original and a copy of the above-mentioned articles along with a check in the amount of \$122.50 representing your filing fees for same. Please expedite as soon as possible and return in the Federal Express envelope provided.

Should you have any questions, please do not hesitate to contact me at (305) 623-3928.

Sincerely,


Angel Araujo

AA/jrs
enclosures

FILED
98 MAY 18 AM 8:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA


5/21/98

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ARTICLES OF INCORPORATION

OF

A & F IMPORT AND EXPORT, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

A & F IMPORT AND EXPORT, INC.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activities or business permitted under the Laws of the United States and the State of Florida.

ARTICLE IV - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5556 N.W. 200th Street
Miami, Florida 33055

ARTICLE V - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

\$5,000 shares at \$1.00 par value

ARTICLE VI - INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is:

Angel Araujo
5556 N.W. 200th Street
Miami, Florida 33055

ARTICLE VII - 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) director. The names and addresses of the initial directors of the corporation are as follows:

Fermin Alexis Ovalles, President/Secretary
5556 N.W. 200th Street
Miami, Florida 33055

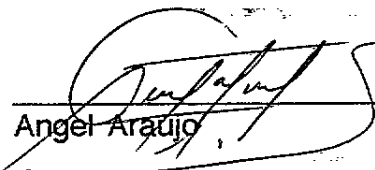
Angel Araujo, Vice President/Treasurer
5556 N.W. 200th Street
Miami, Florida 33055

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

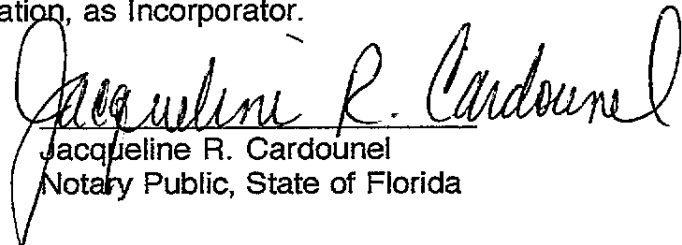
Angel Araujo
5556 N.W. 200th Street
Miami, Florida 33055

The undersigned incorporator has executed these Articles of Incorporation this 11 day of May, 1998.

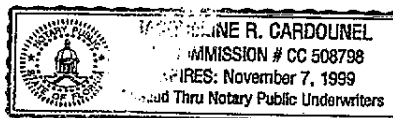
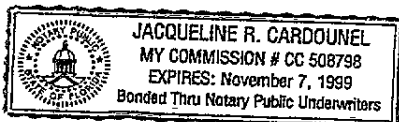

Angel Araujo

State of Florida)
) ss:
County of Dade)

The foregoing Articles of Incorporation of A & F Import and Export, Inc. were acknowledged before me this 11 day of May, 1998, by Angel Araujo, showing a Florida Driver's License as identification, as Incorporator.


Jacqueline R. Cardounel
Notary Public, State of Florida

My Commission Expires:



CERTIFICATE OF DESIGNATION

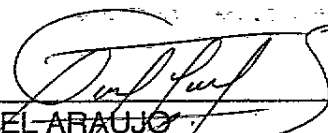
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 and 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/office, in the State of Florida.

1. The name of the corporation is: A & F Import and Export, Inc.
2. The name and address of the registered agent and office is:

Angel Araujo
5556 N.W. 200th Street
Miami, Florida 33055

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



ANGEL ARAUJO

DATE: MAY 11, 1998

FILED
98 MAY 18 AM 8:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA