

OFFICE USE ONLY (Document #)

98000062442

LAZARUS CORPORATE FILING SERVICE, INC.
(Requestor's Name)
3320 S.W. 87th AVENUE
(Address)
MIAMI, FLORIDA (305)552-5973
(City, State, Zip) (Phone #)
LOCAL REPRESENTATIVE TALLAHASSEE

900002588519--6
-07/14/98--01068--009
****122.50 ****122.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- 1. E & M CLASSICS, INC.
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #)
- 3. _____
(Corporation Name) (Document #)
- 4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2.00 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

DIVISION OF CORPORATION TALLAHASSEE FLORIDA
98 JUL 15 PM 1:21
SECRETARY OF STATE

FILED

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

~~100~~ 619 Inc. Segal

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 14, 1998

LAZARUS

MIAMI, FL

SUBJECT: E & M CLASSICS, INC.
Ref. Number: W98000015925

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

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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: 098A00037422

RECEIVED
DIVISION OF CORPORATIONS
93 JUL 15 AM 11:14

ARTICLES OF INCORPORATION
OF
E & M CLASSICS, INC.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 JUL 15 PM 1:21

FILED

ARTICLE I-NAME

The name of this corporation is: E & M CLASSICS, INC.

ARTICLE II-DURATION

This corporation shall have perpetual existence commencing at the filling of the Article of Incorporation with Department of State.

ARTICLE III-PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$5.00 dollar par value common stock.

ARTICLE V-RIGHTS-UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares all receive a ratable distribution of the assets of the corporation.

ARTICLE VI-PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE VII-INITIAL REGISTERED PRINCIPAL OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

721 CYPRESS POINTE DRIVE WEST

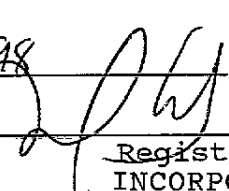
PEMBROKE PINES, FL 33027

The name of the initial registered agent of this corporation at that address is:

MONICA ARANGO

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.

Date: 7/13/98



Registered Agent &
INCORPORATOR

FILED
98 JUL 15 PM 1:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VIII-INITIAL BOARD OF DIRECTORS

This corporation shall have (2) Director initially. The number of directors may be increased or diminished from time to time as provided for by the Bylaws, but shall never be less than one. The names of the initial directors of this corporation are as follows:

President: EDUARDO ARANGO Jr.
Treasurer: EDUARDO ARANGO Jr.
Secretary: MONICA ARANGO

ARTICLES IX-INCORPORATORS

The names and addresses of the persons signing these Articles are:

EDUARDO ARANGO Jr. 721 CYPRESS POINTE DRIVE WEST,
PEMBROKE PINES, FL 33027
MONICA ARANGO 721 CYPRESS POUNTE DRIVE WEST,
PEMBROKE PINES, FL 33027

ARTICLES X-BYLAWS

The power to adopt, alter, amend and repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI-RESTRICTIONS ON THE TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set opposite their names:

EDUARDO ARANGO Jr 50 shares
MONICA ARANGO 50 shares
_____ shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XII-CUMULATIVE VOTING

At each election for directors each shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XIII-CALLING OF SPECIAL MEETINGS

Special meetings of the shareholders may be called by the Board of Directors.

ARTICLE XIV-SHAREHOLDERS QUORUM AND VOTING

Fifty percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at meeting of shareholders. If the quorum is present the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the the shareholders.

FILED
88 JUN 15 PM 1:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA