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To: Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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F AND F A. C. GROUP, INC.

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 10, 1998

FAS-T CORP. AGENTS, INC.

SUBJECT: F AND F A.C. GROUP, INC.
REF: W98000018038

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of the entity must be identical throughout the document.

IF THERE IS A SPACE BETWEEN THE "A", THE PERIOD, AND THE "C", THEN THE NAME MUST BE THAT WAY THROUGHOUT THE DOCUMENT. IN ARTICLE V, WE MUST HAVE THE TITLES OF EACH OFFICER AND DIRECTOR BY HIS/HER NAME.

If you have any further questions concerning your document, please call (850) 487-6926.

Tracy Augsburger
Document Specialist

FAX Aud. #: H98000014721
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ARTICLES OF INCORPORATION
OF

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F AND F A.C. GROUP, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: F AND F A.C. GROUP, INC.

The principal place of business of this corporation shall be:

4145 N.W. 132 street Opa Locka, Fl 33054

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

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

100 Shares US \$10.00 Par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Lazaro Fernandez
283 E. 8th St.
Hialeah, FL 33010

Teddy Fernandez
2750 W. 60th Place # 101
Hialeah, FL 33016

Prepared by: S.G. Group, Inc.
525 N.W. 27th Ave., #204
Miami, Fl 33125
(305) 858-8522

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to this articles of Incorporation is(are):

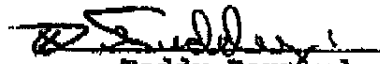
Lazaro Fernandez
283 E. 8th Street
Hialeah, FL 33010
President

Teddy Fernandez
2750 W. 60th Place #101
Hialeah, FL 33016
Treasurer and Secretary

IN WITNESS WHEREOF, the undersigned Incorporator(s) has(have) executed these Articles of Incorporation this 7th day of August, 1998

Signature(s) of Incorporator(s)


Lazaro Fernandez


Teddy Fernandez

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**CERTIFICATE OF DESIGNATION**
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

F AND F A.C. GROUP, INC.

2. The name and address of the registered agent and office is:

Lazaro Fernandez

(P.O. BOX NOT ACCEPTABLE)

283 E. 8th Street, Hialeah, FL 33010

(CITY/STATE/ZIP)

X SIGNATURE

Lazaro Fernandez

TITLE

President and Agent

DATE

08/07/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

② SIGNATURE

Lazaro Fernandez

DATE

08/07/98