

LAW OFFICES
SMITH DEMAHY & DRAKE
A PROFESSIONAL ASSOCIATION

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KENNETH R. DRAKE

P98000072262

August 12, 1998

Secretary of State
New Filings Section
Division of Corporations
P.O. Box 6323
Tallahassee, Fl. 32314

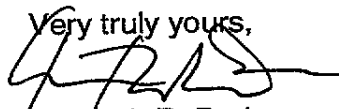
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****122.50 ****122.50

Re: Incorporation of Famork, Inc.

Gentlemen:

Enclosed please find the Articles of Incorporation and check in the amount of \$122.50 for filing the above-named corporation. I would appreciate your providing us with certification of filing of this corporation at your earliest opportunity.

Very truly yours,


Kenneth R. Drake

FILED
98 AUG 17 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

60
8/19

**ARTICLES OF INCORPORATION OF
FAMORK, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is **FAMORK, INC.**

ARTICLE II

This corporation is organized for the sole and only purpose of operating an Amway distributorship.

ARTICLE III

The aggregate number of shares of stock which the corporation is authorized to issue and have outstanding at any time is One Hundred (100) Shares of Common Stock, which shall have a par value of One (\$1.00) Dollar.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor, or services, at a just valuation to be fixed by the Incorporators or by the Directors at the meeting called for such purpose.

ARTICLE IV

The principal place of business and mailing address of this corporation shall be: 2900 NW 108th Avenue, Miami, Florida, 33172.

ARTICLE V

The name and address of the initial Registered Agent is:

Antonio J. Oquendo, Jr.
2900 NW 108th Avenue
Miami, Florida 33172

ARTICLE VI

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time as provided in the By-Laws, but shall never be less than one. The method of election of directors will be as stated in the Bylaws. The name of the initial Directors of this corporation are :

Antonio J. Oquendo, Jr.
President, Treasurer/Director

Sonia Castaneda
Vice-President/Director

ARTICLE VII

The name and address of the Incorporator to these Articles of Incorporation is: Kenneth R. Drake Esquire, Smith DeMahy & Drake, P.A., Bayside Office Center, Penthouse, 141 Northeast Third Avenue, Penthouse, Miami, Fl. 33132.

ARTICLE VIII

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or in any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12 th day of August, 1998.


KENNETH R. DRAKE

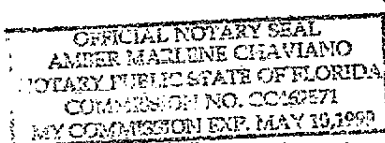
STATE OF FLORIDA)
COUNTY OF DADE)

Before me, a notary public authorized to take acknowledgments in the State and County above, personally appeared KENNETH R. DRAKE, personally known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation and did take an oath.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12 th day of AUGUST, 1998.

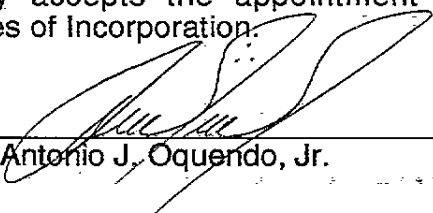

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.



Antonio J. Oquendo, Jr.

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98 AUG 17 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA