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AUDIT NUMBER	TYPE	STATUS	DOC NUM	CORPORATE NAME
1. H98000006753	EFIL01	FILED	P98000032716	STEELMECHANIC WELDING EN
2. H98000017260	EFIL01	REQUESTED		FAO CONSTRUCTION, INC.
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SECRETARY OF STATE
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((H98000017260 4)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: PEARSON & MAYER, P.A.

ACCT#: 110640002340

CONTACT: MARK GARCES OR ROBERT M. MAYER

PHONE: (305)859-9455

FAX #: (305)859-9520

NAME: FAO CONSTRUCTION, INC.

AUDIT NUMBER.....H98000017260

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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in 9/16/98

Sent by: PEARSON & MAYER, P.A. #1

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904)922-3709

09/16/98

33 Florida Department pl 01



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

September 16, 1998

PEARSON & MAYER, P.A.

SUBJECT: FAO CONSTRUCTION, INC.
REF: W98000021083

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.

PLEASE DATE THE ARTICLES.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
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Letter Number: 798A00046811

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FAO CONSTRUCTION, INC.

The undersigned, acting as incorporator of FAO Construction, Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. Name

The name of the corporation is:

FAO Construction, Inc.

ARTICLE II. Mailing Address

The mailing address of the corporation is:

13321 Southwest 50 Street
Miami, Florida 33175

ARTICLE III. Commencement of Existence

The existence of the corporation will commence on the filing of these Articles of Incorporation.

Robert M. Mayer, Esquire
Florida Bar No. 455148
Pearson & Mayer, P.A.
2474 Southwest 27 Terrace
Miami, Florida 33133
Tel.: (305) 859-9455
Fax.: (305) 859-9520

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ARTICLE IV. Purpose

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. Authorized Shares

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI. Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 2474 Southwest 27 Terrace, Miami, Florida 33133, and the name of the corporation's initial registered agent at that address is Robert M. Mayer.

ARTICLE VI. Initial Board of Directors

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided by the bylaws, but shall never be less than one. The names and street addresses of the initial director is:

Name	Address
Armando Rodriguez	13321 S.W. 50 Street Miami, Florida 33175
Bernardo O. Martinez	13321 S.W. 50 Street Miami, Florida 33175

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ARTICLE VIII. Incorporator

The name and street address of the incorporator is:

Name	Address
Robert M. Mayer	2474 S.W. 27 Terrace Miami, FL 33133

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. Amendments

The corporation reserves the right to amend, alter, change, or repeal any provision in the Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 15th day of September, 1998.


Robert M. Mayer, Incorporator


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That FAO Construction, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 2474 Southwest 27 Terrace, Miami, Florida 33133, has named ROBERT M. MAYER as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for FAO Construction, Inc. at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act, and state that I am familiar with, and accept, the obligations of that position.


Robert M. Mayer
Registered Agent

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