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LEZARUS CORPORATE FILING SERVICE, INC.  
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LOCAL REPRESENTATIVE TALLAHASSEE

600002714546-9  
-12/17/98-01057-015  
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OFFICE USE ONLY

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

A.F.A.T. INC. (Corporation Name) A.F.A.T., Inc. (Document #)

2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

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

FILED  
 98 DEC 18 PM 3:52  
 SECRETARY OF STATE  
 TALLAHASSEE FLORIDA

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

*[Handwritten signature]*  
12/18

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 17, 1998

LAZARUS

MIAMI, FL

SUBJECT: F.A.T. INC.  
Ref. Number: W98000028231

We have received your document for F.A.T. INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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: 198A00059392

RECEIVED  
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DIVISION OF CORPORATIONS

ARTICLES OF CORPORATION  
OF  
A.F.A.T., INC.

98 DEC 18 PM 3:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
FILED

ARTICLE I NAME

The name of this corporation is A.F.A.T., INC.

ARTICLE II DURATION.

This corporation shall have preputial existence commencing at the time of filing of the articles of incorporation with the department of state.

ARTICLE III PURPOSE

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

ARTICLE IV CAPITAL STOCKS

This corporation is authorized to issue five hundred non par value common stock.

ARTICLE V RIGHTS UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary liquidation, dissolution or winding up of this corporation shall have the right to purchase his pro rata share ( as nearly as it may be done without issuance of fractional shares ) at the price which is offered to others.

ARTICLE VI PREEMPTIVE RIGHTS

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

ARTICLE VII REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is  
7838 N.W 57 STREET MIAMI, FL 33166  
The name of the initial registered agent is: JENNY ALVAREZ

ARTICLE VIII INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time as provided by the by-laws. The name and the addresses of the initial directors of this corporation are:

JENNY ALVAREZ  
President/ Secretary

7838 N.W 57 STREET  
MIAMI, FL 33166

ARTICLE IX INCORPORATORS

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

JENNY ALVAREZ

7838 N.W 57 STREET  
MIAMI, FL 33166

ARTICLE X BY-LAWS

The power to amend, adopt, alter and repeal by-laws 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:

JENNY ALVAREZ ..... 500 Shares

Shares held by the initial shareholders 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 term at which, and the time within, 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 shareholders entitled to vote at such elections 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 MEETING

Special meetings of the shareholders may be called by the board of directors.

ARTICLE XIV SHAREHOLDERS QUORUM AND VOTING

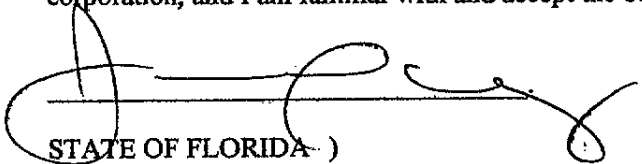
Fifty one percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of shareholders. If the quorum is present the affirmative vote of fifty one percent of the shares plus one represented at the meeting and entitled to vote on the subject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

ARTICLE XV AMENDMENT

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

In witness whereof, the undersigned subscriber have executed these articles of incorporation, this 16 day of Dec, 1998.

Having been named as registered agent and to accept service of process for the above state corporation, and I am familiar with and accept the obligation.



STATE OF FLORIDA )

COUNTY OF DADE )

BEFORE ME, an officer duly authorized in the states aforesaid, to take acknowledgements, personally appeared JENNY ALVAREZ to me know to be the person discribed in and who executed the same for the purpose therein expressed.

WITNESS my hand and seal in the county and state last aforesaid on this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\_\_\_\_\_  
Notary Public, State of Florida

My commission expires:

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA