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LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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00 NOV 29 PM 1:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

1. BA ASSEMBLY OF WAFFLES, 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

FILED
00 NOV 29 AM 11:33
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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 B.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

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*****78.75 *****78.75

Examiner's Initials

ARTICLES OF INCORPORATION

OF

R A ASSEMBLY OF WHEELS, INC.

NOV 29 PM 1:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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I - NAME:

The name of this corporation is: R A ASSEMBLY OF WHEELS, INC.

II - DURATION:

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

III - PURPOSE:

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

IV - CAPITAL STOCK:

This corporation is authorized to issue -ONE HUNDRED- (100) shares of ---NO-- par value common stock, which shall be designated "Common Stock".

V - PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, 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 it is offered to others.

VI - INITIAL PRINCIPAL OFFICE, MAILING ADDRESS AND INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial principal and registered office of this Corporation is:

1046-C. N W 1ST STREET - MIAMI, FL 33128

and the name of the initial registered agent of this Corporation at that address is: ANGEL CORTEZ

VII - INITIAL BOARD OF DIRECTORS:

The Corporation shall have -ONE- (01)- director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than ONE (01).

The name(s) and address(es) of the initial director(s) of this corporation is (are):

ANGEL CORTEZ 1061 N W 4TH STREET
MIAMI, FL 33128

VIII - INDEMNIFICATION:

The Corporation shall indemnify any officer or director, or any former officer of director, to the full extent permitted by law.

IX - INCORPORATOR:

The name(s) and address(es) of the person(s) signing these articles is (are):

ANGEL CORTEZ

1061 N W 4TH STREET
MIAMI, FL 33128

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have) executed these articles of incorporation this 21 day of OCTOBER 2000.



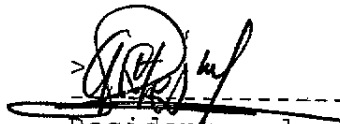
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE EFFECTIVE.

In compliance with Section 607.034 of the Florida Statutes, the following is submitted: R A ASSEMBLY OF WHEELS, INC.

desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of ---MIAMI---, County of ---MIAMI-DADE---, State of Florida, has named : ANGEL CORTEZ ----- located at 1046-C N W 1ST STREET - MIAMI, FL 33128 City of --MIAMI--, County of --MIAMI-DADE--, State of Florida as its agent to accept service of process within the State of Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above mentioned Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties. Dated this -- 21 -- day of ----- OCTOBER -----, 2000.



Resident and registered agent
Angel Cortez

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SECRETARY OF STATE
TALLAHASSEE FLORIDA
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