



THE UNITED STATES CORPORATION COMPANY

P99000048432

99 MAY 27 PM 2:05

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 255860 4336650
AUTHORIZATION :
COST LIMIT : \$ 78.75

Patricia Pzyts

ORDER DATE : May 27, 1999

ORDER TIME : 11:03 AM

ORDER NO. : 255860-005

JUSTICE NO: 4336650

200002888472-2

RECEIVED

99 MAY 27 PM 12:11
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Ms. Michelle E. Smith
BAKER & MCKENZIE
BAKER & MCKENZIE
19th Floor
1200 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: STORE PLANNING SERVICES, INC.

EFFECTIVE DATE:

- XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS: PH 5/27/99 (4)

ARTICLES OF INCORPORATION  
OF  
STORE PLANNING SERVICES, INC.

FILED  
99 MAY 27 PM 2:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this Corporation is **STORE PLANNING SERVICES, INC.**

ARTICLE II

MAILING ADDRESS OF THE CORPORATION

The mailing address of this Corporation is 6950 North West 77<sup>th</sup> Court, Miami, Florida 33166.

ARTICLE III

CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$0.01 par value common stock, which shall be designated "Common Shares."

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 6950 North West 77<sup>th</sup> Court, Miami, Florida 33166, and the name of the initial registered agent of this Corporation at that address is Giraldo Leyva, Jr.

ARTICLE V

DIRECTOR QUORUM AND VOTING

No less than a majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or,

if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors. The name and address of the initial directors of this Corporation are:

Giraldo Leyva	6950 North West 77 <sup>th</sup> Court, Miami, Florida 33166
Giraldo Leyva, Jr.	6950 North West 77 <sup>th</sup> Court, Miami, Florida 33166
Aurelio Leyva	6950 North West 77 <sup>th</sup> Court, Miami, Florida 33166

## ARTICLE VI

### NATURE OF BUSINESS

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
- b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
- c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

## ARTICLE VII

### VOTING REQUIREMENTS FOR SHAREHOLDERS

The affirmative vote of a majority of the shareholders of this Corporation entitled to vote shall be required for the authorization of any action of the shareholders of this Corporation.

## ARTICLE VIII

### AMENDMENTS TO ARTICLES OF INCORPORATION AND BY-LAWS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors of this Corporation.

ARTICLE IX

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act, as amended from time to time.

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TALLAHASSEE, FLORIDA

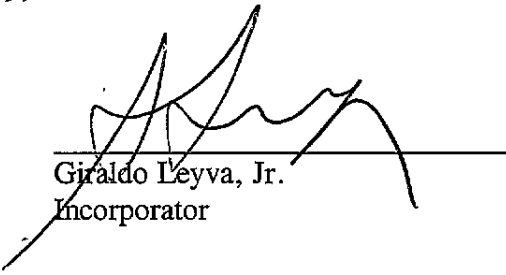
ARTICLE X

INCORPORATOR

The name and address of the person signing these Articles is:

Giraldo Leyva, Jr.  
6950 North West 77<sup>th</sup> Court  
Miami, Florida 33166

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 19<sup>th</sup> day of May, 1999.

  
\_\_\_\_\_  
Giraldo Leyva, Jr.  
Incorporator

**ACKNOWLEDGMENT:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I accept the duties and obligations of my position as registered agent.

Dated this 19<sup>th</sup> day of May, 1999.

  
\_\_\_\_\_  
Registered Agent