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

1. Group Seven Corp.  
(Corporation Name) (Document #)

EFFECTIVE DATE  
02/26/01

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

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

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

☒ Walk in ☐ Pick up time \_\_\_\_\_  
☐ Mail out ☐ Will wait ☐ Photocopy

☒ Certified Copy  
☐ Certificate of Status

RECEIVED  
01 FEB 28 AM 10:29  
TALLAHASSEE, FLORIDA

**NEW FILINGS**

☒ Profit  
☒ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

300003789203--8  
-02/28/01--01037--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

01 FEB 28 PM 1:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
MAR 01 2001

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 28, 2001

SUNSTATE RESEARCH

SUBJECT: GROUP SEVEN, INC.  
Ref. Number: W01000004610

*Corrected*  
*Can we please*  
*have 2/28/01*  
*file date*  
*Thank you!*  
*John*

We have received your document for GROUP SEVEN, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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) 487-6927.

Tracy Smith  
Document Specialist

Letter Number: 701A00012549

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

01 MAR - 1 AM 11:56

RECEIVED

**ARTICLES OF INCORPORATION**

**OF**

**SEVEN GROUP CORP.**

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I**  
**NAME and PRINCIPAL OFFICE**

The name of this corporation shall be: SEVEN GROUP CORP., and the principal place of business and mailing address of this corporation shall be: 9240 S.W. 64 Street, Miami, Florida 33173.

**ARTICLE II**  
**DURATION**

This corporation shall commence its existence effective as of February 26, 2001, and shall exist perpetually thereafter unless sooner dissolved according to law.

**ARTICLE III**  
**PURPOSE**

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

**ARTICLE IV**  
**CAPITALIZATION**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

| <u>Number of Shares</u><br><u>Authorized</u> | <u>Par Value</u><br><u>Per Share</u> | <u>Class of</u><br><u>Stock</u> |
|----------------------------------------------|--------------------------------------|---------------------------------|
| 1,000                                        | \$.01                                | Common                          |

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be at 777 Brickell Ave, Suite 500, Miami, Florida 33131, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Irma Solares, Esq.

ARTICLE VI  
INITIAL DIRECTORS

The number of directors may be increased or decreased, but shall be not less than one, as specified by the shareholders from time to time. At any time, the shareholders may, by a majority vote, determine that the corporation be managed by the shareholders.

The names and addresses of the initial directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

| <u>Name</u>          | <u>Address</u>                                  |
|----------------------|-------------------------------------------------|
| Eduardo Atienza      | 9240 S.W. 64 Street<br>Miami, Florida 33173     |
| Jose J. Solares      | 2940 South Miami Avenue<br>Miami, Florida 33129 |
| Antonio Moreno       | 10431 S.W. 40 Terrace<br>Miami, Florida 33165   |
| Basilio J. Folgueira | 11391 S.W. 64 Street<br>Miami, Florida 33173    |
| Manuel Alegria       | 6090 W. 18 Ave., #335<br>Hialeah, Florida 33012 |

ARTICLE VII  
INCORPORATOR

The name and address of the Incorporator is: Irma Solares, Esq., 777 Brickell Ave, Suite 500. Miami, Florida 33131.

ARTICLE VIII  
DIRECTOR CONFLICT OF INTEREST

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that such director or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if such director were not such a director or officer of such other corporation, or not so interested.

ARTICLE IX  
NO SHAREHOLDER LIABILITY

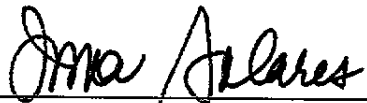
The private property of the shareholders shall not be subject to payment of the corporate debts in any extent.

ARTICLE X  
INDEMNIFICATION

This corporation shall indemnify its officers, directors and employees to the fullest extent permitted by law, either now or hereafter in effect.

\*\*\*\*\*

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 27 th day of February ~~26~~, 2001.

A handwritten signature in black ink, appearing to read "Irma Solares", written over a horizontal line.

Irma Solares  
Incorporator

CERTIFICATE OF DESIGNATION  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following Statement in designating the registered office/registered agent, in the State of Florida:

1. The name and address of the Corporation is:

SEVEN GROUP CORP.  
9240 S.W. 64 Street  
Miami, Florida 33173.

2. The name/address of the registered agent and office is:

Irma Solares, Esq.  
Jorden Burt LLP  
777 Brickell Ave, Suite 500  
Miami, Florida 33131

FILED  
01 FEB 28 PM 1:19  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ACKNOWLEDGMENT

Having been named as Registered Agent and to accept service of process for the above 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 Florida Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

2/27/01  
Date

Irma Solares  
Registered Agent