

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 222-8870 • 1-800-342-8062 • Fax (850) 222-1222

P010000018628
Shops of Sunrise, Inc.

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

Signature _____

Requested by: *BO*

Name _____

Date *2/20/01*

Time *8:40*

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier **T. SMITH** **FEB 20 2001**

FILED
01 FEB 20 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
01 FEB 20 AM 10:13
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
SHOPS OF SUNRISE, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of this corporation shall be Shops of Sunrise, Inc.

ARTICLE II: TERM OF EXISTENCE

This corporation shall exist perpetually or until dissolved by due process of law.

ARTICLE III: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 2299 S.W. 27th Avenue, Suite #200, Miami, Florida 33145.

ARTICLE IV: PURPOSE

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

ARTICLE V: CAPITAL STOCK

This corporation is authorized to issue per value common stock as described below, and none other:

Maximum Number of Shares	<u>1,000</u>
Par Value Per Share	<u>\$5.00</u>

The authorization shares of par value common stock may be issued only for a consideration having a value, in the judgment of the Board of Directors, equivalent at least, to the full par value of the stock to be issued. Such consideration may be in the form of cash, real property, tangible personal property, intangible personal property, labor or services rendered, other than future services, or any combination of the foregoing.

Each share of common stock of this Corporation shall entitle the holder of record thereof to one vote upon each proposal presented at a lawful meeting of the Stockholders. No holder of common stock of this Corporation shall be entitled to any right of cumulative voting.

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SECRETARY OF STATE
TALLAHASSEE FL 32302

ARTICLE VI: PREEMPTIVE RIGHTS

The corporation may provide for preemptive rights of Stockholders pursuant to provisions of its By-Laws, but no preemptive rights shall exist unless specifically approved for inclusions in the By-Laws.

ARTICLE VII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Luis A. Rodriguez, 2299 S.W. 27th Avenue, Suite #200, Miami, Florida 33145.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is Luis A. Rodriguez, 2299 S.W. 27th Avenue, Suite #200, Miami, Florida 33145.

ARTICLE IX: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Joel DeFabio, Esquire, 2121 Ponce de Leon Blvd., Suite #430, Coral Gables, Florida 33134.


LUIS A. RODRIGUEZ

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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 of the corporation is Shops of Sunrise, Inc.
2. The name and address of the registered agent and office is Joel DeFabio, 2121 Ponce de Leon Blvd., Suite 430, Coral Gables, Florida 33134.

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 AD 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 AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


JOEL DEFABIO, ESQUIRE

Dated: 2-12-01

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TALLAHASSEE FLORIDA