

CT CORPORATION SYSTEM

CORPORATION(S) NAME

(1) Bluewater Investments, Inc.

(2) Granite Investments, Inc.

01 MAR - 7 PM 12:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

01 MAR - 1 PM 12:52  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

RECEIVED

- |   |   |   |
|---|---|---|
| <input checked="" type="checkbox"/> Profit - Articles | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit                    |   |   |
| <input type="checkbox"/> Foreign                      | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
|   | <input type="checkbox"/> Reinstatement          |   |
| <input type="checkbox"/> Limited Partnership          | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> LLC                          | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> Change of RA       |
|   | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> UCC                |
| <input checked="" type="checkbox"/> Certified Copy    | <input type="checkbox"/> Photocopies            | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Call When Ready              | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In           | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out                     |   |   |

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
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W.P. Verifier \_\_\_\_\_

3/1/01

Order#: 0

Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

SMITH MAR 07 2001

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

A CCH LEGAL INFORMATION SERVICES COMPANY

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 1, 2001

CT CORPORATION SYSTEM

SUBJECT: GRANITE INVESTMENTS, INC.  
Ref. Number: W01000004786

We have received your document for GRANITE INVESTMENTS, 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: 901A00012864

*Managing  
member  
same on  
LLC  
L-10531*

*Counsel spoke to State this morning.  
Will file as is. Please call Com  
222-1092 with any problems.*

*Thanks!*

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 MAR - 7  
MAR 11 11:18 AM  
NOT INTENDED  
TO A KNOWLEDGE  
SUFFICIENT  
OF FILING

ARTICLES OF INCORPORATION  
OF  
GRANITE INVESTMENTS, INC.

FILED  
01 MAR -7 PM 12:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- First: The corporate name that satisfies the requirements of the Florida statute is: GRANITE INVESTMENTS, INC.
- Second: The address of the principal office and the mailing address of the corporation is : 100 SE 2<sup>nd</sup> Street, Suite 2330, Miami, FL 33131
- Third: The number of shares the Corporation is authorized to issue is: One million (1,000,000) shares, with a par value of One Dollar (\$1.00) each.

The shares are to be divided into classes, and the designation of each class is:

Preferred Stock	600,000 Class "A"
Common Non-Voting Stock	300,000 Class "B"
Common Voting Stock	100,000 Class "C"

The Board of Directors shall be authorized to determine, in whole or in part, the preferences, limitations, and relative rights of any class or series of shares, including:

- (a) whether the preferred shares shall be voting or non-voting;
- (b) whether any class or series of shares shall have variations or preferences ranking before any other shares or series;
- (c) the distinctions and provisions governing any one or more classes or series; and
- (d) the distinguishing designation of any class or series;

by written resolution simultaneous with, or before, the issuance of any shares of that class or series. The Board shall have complete and unfettered authority in the aforesaid matters.

- Fourth: To the extent permitted by law, the Company will, pursuant to these Articles, indemnify the Officers and Directors against any claim or liability, and will hold the Officers and Directors harmless from and pay any expenses (including, without limitation, legal fees and court costs), judgments, fines, penalties, settlements, and other amounts arising out of or in connection with any act or omission of the Officers or Directors performed or made in good faith on behalf of the Company, regardless of negligence.

Fifth: The street address of the registered agent of the corporation is c/o Maralyn D. Leaf, 100 SE 2<sup>nd</sup> Street, Suite 2330, Miami, Fl. 33131, and the name of its registered agent at such address is Maralyn D. Leaf.

Sixth: The name and address of a person who is a directors is:

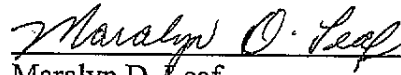
Maralyn D. Leaf  
100 SE 2<sup>nd</sup> Street  
Suite 2330  
Miami, Fl. 33131

Seventh: The name and address of the signatory hereto is the above stated director. The original incorporator hereof is Maralyn D. Leaf, 100 SE 2<sup>nd</sup> Street, Suite 2330, Miami, Fl. 33131

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Eighth: This corporation shall have perpetual existence.

The undersigned subscriber has executed these Articles of Incorporation on this 26<sup>th</sup> day of February, 2001.

  
Maralyn D. Leaf

Acceptance by registered agent

Having been named to accept Service of process for the above stated corporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of her duties.

Dated this 26<sup>th</sup> day of February, 2001

  
Maralyn D. Leaf