

PO10000038944

LAW OFFICES OF RICHARD F. KONDLA
13255 SW 137TH AVENUE
SUITE 113
MIAMI, FLORIDA 33186
Telephone: (305) 235-0530
Facsimile: (305) 235-8216

Date: April 13th, 2001

To: Secretary of State
Division of Corporations

From: Richard F. Kondla

Re: Articles of Incorporation for Hialeah Investment Group, Inc.
Articles of Incorporation for Hialeah Enterprising Management Group, Inc.

Dear Sir:

Enclosed please find a check in the amount of \$ 157.50 for filing fees and certified copies for the above-referenced Articles of Incorporation's.

Should you have any questions please do not hesitate to contact me.

Very Truly Yours,

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*****157.50 *****78.75


Richard F. Kondla

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
HIALEAH ENTERPRISING MANAGEMENT GROUP, INC.**

THE UNDERSIGNED, has executed the following document as incorporation of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be: **HIALEAH ENTERPRISING MANAGEMENT GROUP, INC.**

ARTICLE II

This corporation shall commence existence upon the filling of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz.

- 1) Transact any and all lawful business.
- 2) Said corporation shall further have powers: to have perpetual succession by its corporate name; To sue and be sued, complain, and defend in its corporate name in all actions or proceedings; To have a corporate seal, which may be altered at pleasure, and to the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced; to purchase, take, receive, lease or otherwise acquire, own, held, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated; To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets; To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 607.141; Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof; To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may

determine, issue its notes, bonds, and other obligations by mortgage or pledge of all or any of its property, franchised, and income; To lend money for its corporate purpose, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested; To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state; To elect or appoint officers and agents of the corporation and define their duties and fix their compensation; To make and alter by-laws, not inconsistent with its Articles of Incorporation or with the laws of this State, for the administration; To make donations for the public welfare or for financial table, scientific, or educational purposes; To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy; To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock options plans, and other incentive plans for any or all of its directors, officers, and employees of its subsidiaries; To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise; To have and exercise all powers necessary or convenient to effect its purposes; To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 607.014;

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of (1000) shares, having an individual par value of \$1.00 dollar. Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The street address of the initial registered office, the principal office, and the name of the initial Resident Agent of this corporation shall be:

Richard F. Kondla
9555 SW 88th Street
Suite 201
Miami, Florida 33176

ARTICLE VI

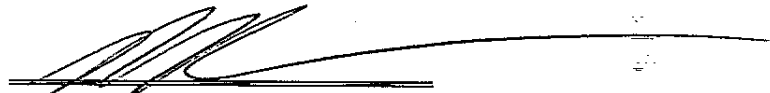
The initial Board of Directors shall consist of a total of one (1) person(s) and the name and address of the person(s) who is to serve as an initial director:

Richard F. Kondla
9555 SW 88th Street
Suite 201
Miami, Florida 33176

The name and address of the incorporator executing these Articles of Incorporation is:

Richard F. Kondla
9555 SW 88th Street
Suite 201
Miami, Florida 33176

IN WITNESS WHEREOF, the undersigned incorporator has(ve) executed these Articles of Incorporation this 13th of April, 2001.

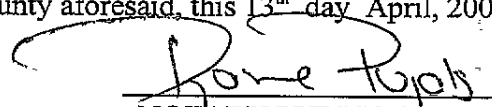


Richard F. Kondla
Incorporator

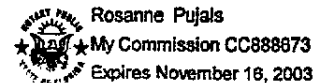
STATE OF FLORIDA)
SS.
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared known, Richard F. Kondla and known by me to be the person(s) who executed the foregoing Articles of Incorporation, and he (they) acknowledge before me that he (they) executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 13th day April, 2001.



NOTARY PUBLIC STATE OF FLORIDA
AT LARGE
My commission Expires:



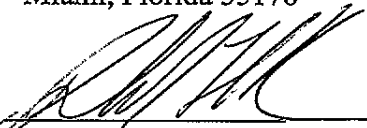
CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 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 of the Corporation is:
HIALEAH ENTERPRISING MANAGEMENT GROUP, INC .
2. The name and address of the registered agent and office is:

Richard F. Kondla
9555 SW 88th Street
Suite 201
Miami, Florida 33176

SIGNATURE


Richard F. Kondla

TITLE: Incorporator

Date: April 13th, 2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE


Richard F. Kondla

DATE: April 13th, 2001

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TALLAHASSEE, FLORIDA