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AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 70.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : September 20, 2001

ORDER TIME : 9:53 AM

ORDER NO. : 528127-005

CUSTOMER NO: 10072A

CUSTOMER: Arthur Lambertus, Esq
Lambertus & Lambertus

Suite 604
2929 East Commercial Boulevard
Fort Lauderdale, FL 33308

RECEIVED
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: HYPOLUXO SOUTH, INC.

EFFECTIVE DATE:

0000004602310--7

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP
☐ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young - EXT. 1112

EXAMINER'S INITIALS:

en
9/20/01

ARTICLES OF INCORPORATION

OF

HYPOLUXO SOUTH, INC.

FILED

2001 SEP 20 AM 11:58

SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation shall be **HYPOLUXO SOUTH, INC..** The principal office of the corporation is 1724 West Hillsboro Boulevard, Subway Suite, Deerfield Beach, Florida 33442 and the mailing address of the corporation is 1724 West Hillsboro Boulevard, Subway Suite, Deerfield Beach, Florida 33442.

ARTICLE II
DURATION

The term of existence is perpetual.

ARTICLE III
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 5,000 shares and each share shall be the par value of \$1.00. The stock of this corporation shall be common stock and shall be fully paid and non-assessable. The transfer or other disposal of stock of this corporation shall not be legal, valid or binding unless a record of such transfer or disposal is recorded in the books of the corporation.

ARTICLE IV
REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation is 1724 West Hillsboro Boulevard, Subway Suite, Deerfield Beach, Florida 33442 and the name of the initial registered agent at that address is John L. Giorgi.

ARTICLE V
BOARD OF DIRECTORS

The business of this corporation shall be conducted by a Board of Directors which shall consist of One (1) member or members; but may be increased or decreased by a resolution of the Board of Directors adopted in the manner provided in the By-Laws of the corporation. The members of the Board of Directors need not be stockholders of the corporation.

The name and mailing address of each initial member of the first Board of Directors who shall hold office until the first annual meeting or until such member's successor is elected and qualified, are set forth below:

<u>NAME</u>	<u>ADDRESS</u>
John L. Giorgi	1724 West Hillsboro Boulevard, Subway Suite, Deerfield Beach, Florida 33442

ARTICLE VI
INCORPORATOR

The name and mailing address of the Incorporator of the corporation is:

NAME

ADDRESS

John L. Giorgi

1724 West Hillsboro Boulevard, Subway Suite,
Deerfield Beach, Florida 33442

ARTICLE VII
INDEMNIFICATION

This corporation shall indemnify any director, officer, employee or agent of the corporation to the fullest extent permitted by Florida law.

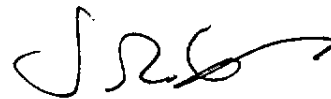
ARTICLE VIII
AFFILIATED TRANSACTIONS

This corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

ARTICLE IX
CONTROL SHARE ACQUISITIONS

This corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal
this 19 of September, 2001.



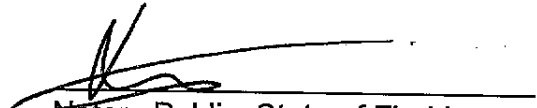
John L. Giorgi

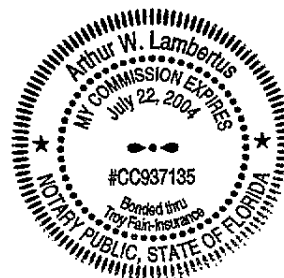
STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, John L. Giorgi, who is personally known to me or who has produced a _____ as identification, and who executed the foregoing Instrument and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed, and who did take an oath.

WITNESS my hand and Official seal in Broward County, Florida this 17 day of September, 2001.


Notary Public, State of Florida
My Commission Expires:



REGISTERED AGENT DESIGNATION

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Hypoluxo South, Inc., desiring to organize or qualify under the laws of the
State of Florida, with its principal place of business at 1724 West Hillsboro Boulevard,
Subway Suite, Deerfield Beach, Florida 33442 has named John L. Giorgi located 1724
West Hillsboro Boulevard, Subway Suite, Deerfield Beach, Florida 33442 as its agent to
accept service of process within Florida.

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.

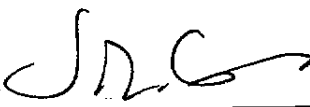
INCORPORATOR:


John L. Giorgi

DATE:

9/19/01

REGISTERED AGENT:


John L. Giorgi

DATE:

9/19/01