

Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

galscher properties, inc.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
GALSCHER PROPERTIES, INC.,
a Florida corporation

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ARTICLE I
Name

The name of the corporation is **GALSCHER PROPERTIES, INC.**, a Florida corporation

ARTICLE II
Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 12 day of December, 2001.

ARTICLE III
Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV
Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 Dollars (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V
Principal Office; Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: Initial Principal Office: 12550 Biscayne Boulevard, Suite 500, Miami, Florida 33181; the Registered Office: 2450 SW 137TH Avenue, Suite 221, Miami, Florida, 33175, and the name of the initial registered agent of this corporation at that address is: Peter M. Lopez, Esquire.

ARTICLE VI
Initial Board of Directors

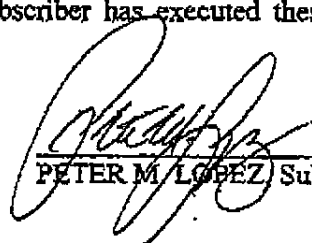
This corporation shall initially have two (2) directors. The number of directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are: Fernando Queiroz Scherer and Antonio Carlos Scherer, 12550 Biscayne Boulevard, Suite 500, Miami, Florida 33181.

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ARTICLE VII
Incorporator

The name and address of the person signing these Articles is: Peter M. Lopez, Esquire, c/o Peter M. Lopez, P.A., 2450 SW 137TH Avenue, Suite 221, Miami, Florida, 33175.

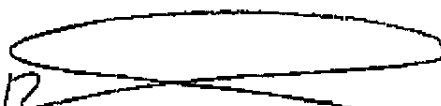
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 1st day of December, 2001.



PETER M. LOPEZ, Subscriber

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this ____ day of December, 2001 by PETER M. LOPEZ, who is personally known to me.



Notary Public, State of Florida
Print Name: _____
Commission No. _____



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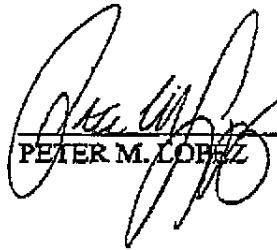
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

GALSCHER PROPERTIES, INC.,

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First—that **GALSCHER PROPERTIES, INC.**, desiring to organize under the laws of the State of Florida with its principal office at: 12550 Biscayne Boulevard, Suite 500, Miami, Florida 33181, has named Peter M. Lopez, Esquire, c/o Peter M. Lopez, P.A. located at 2450 SW 137TH Avenue, Suite 221, Miami, Florida 33175, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


PETER M. LOPEZ

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