

# PO1000120165

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305)599-0839  
Fax Number : (305)716-0346

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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**GRAND ENTERPRISES, INC.**

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION  
OF  
GRAND ENTERPRISES, INC.**

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**ARTICLE I. NAME**

The name of this corporation is:

**GRAND ENTERPRISES, INC.**

**ARTICLE II. DURATION**

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

**ARTICLE III. PURPOSE**

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

**ARTICLE IV. CAPITAL STOCK**

This corporation is authorized to issue FIVE HUNDRED (500) shares of COMMON STOCK, with a par value of TEN (\$10.00) dollars each.

**ARTICLE V. AMOUNT OF CAPITAL**

The amount of capital with which this corporation will begin business is not less than FIVE THOUSAND (\$5,000.00) DOLLARS.

**ARTICLE VI. PREEMPTIVE RIGHTS.**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of (fractional shares) at the price at which it is offered to others.

**ARTICLE VII. INITIAL REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE**

The street address of the initial registered office of this corporation is:

**87 NW 100<sup>TH</sup> STREET  
MIAMI SHORES, FL 33150**

The name of the initial registered agent of this corporation is:  
**LEONARDO HERNANDEZ**

The corporation principal office shall be:  
**87 NW 100<sup>TH</sup> STREET  
MIAMI SHORES, FL 33150**

**ARTICLE VIII. INITIAL BOARD OF DIRECTORS.**

This corporation shall have (ONE) director(s), initially. The number of director(s) may be either increased or diminished from time to time by the bylaws but shall never be less than ONE (1).

The name(s) and address(es) of the initial Board of Director(s) of this corporation is(are):

**LEONARDO HERNANDEZ  
87 NW 100<sup>TH</sup> STREET  
MIAMI SHORES, FL 33150**

**ARTICLE IX. INDEMNIFICATION**


The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE X. INCORPORATORS**

The name and address of the persons(s) signing these Articles of Incorporation is (are):

**LEONARDO HERNANDEZ  
87 NW 100<sup>TH</sup> STREET  
MIAMI SHORES, FL 33150**

IN WITNESS THEREOF, we (I), being all of the original subscriber(s) and incorporator(s) of this Corporation for the purpose of forming a Corporation, do make and file these Articles of Incorporation with the Secretary of the State of Florida, and accordingly set our hands and seal this 19<sup>TH</sup> day of DECEMBER 2001

  
LEONARDO HERNANDEZ

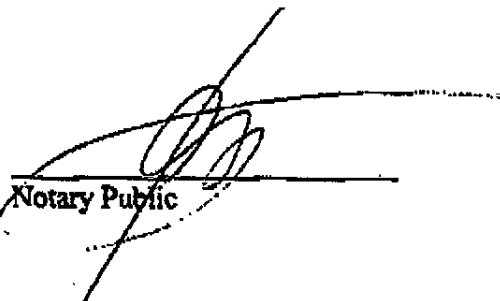
STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY THAT on this day, before me, a Notary Public, duly authorized in the above-mentioned State and County to take acknowledgments, personally appeared

-----LEONARDO HERNANDEZ-----

To me well know and know to be the person(s) described in and who executed these foregoing Articles of Incorporation.

WITNESS my hand and official seal in the City of Miami, County of Miami-Dade and State of Florida, this 19<sup>TH</sup> day of DECEMBER 2001.

  
Notary Public

If the Board of Directors determines in good faith that such person did not act, fail to act, or refuse to act willfully or with gross negligence or with fraudulent or criminal intent in regard to the matter involved in the action or contemplated action, indemnification shall be mandatory and shall be automatically extended as specified herein; provided, however, that no such indemnification shall be available with respect to liabilities under the Securities Act of 1933 and provided further that the corporation shall have the right to refuse indemnification in any instance in which the person to whom indemnification would otherwise have been applicable shall have unreasonably refused to permit the corporation, at its own expense and through counsel of its own choosing, to defend him or her in the action.

14. Board of Directors. The number of directors of the corporation shall be fixed and may be altered from time to time as may be provided in the by-laws. In case of any increase in the number of directors, the additional directors may be elected by the directors or by the shareholders at an annual or special meeting, as shall be provided in the by-laws.

15. The corporation will not commence business until it has received for the issuance of its shares consideration of the value of a stated sum which shall be at least one thousand dollars (\$1,000.00).

IN WITNESS WHEREOF, the following incorporators have signed these Articles of Incorporation, intending that they be effective as of.

Fernanda Michel Blanco  
Fernanda Michel Blanco

STATE OF FLORIDA

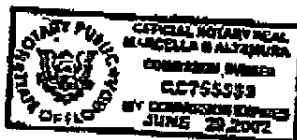
COUNTY OF DADE

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Fernanda Michel Blanco, known personally to me to be, the persons who did take an oath and acknowledged and executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 14<sup>th</sup> day of December, 2001.

My Commission Expires: June 29<sup>th</sup>, 2002.

[Signature]  
NAME:  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE  
COMMISSION NO.:



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**ACCEPTANCE BY REGISTERED AGENT**

Fernanda Michel Blanco, 2800 Chacabambah Road, #1, Miami, Florida 33133, who has been a bona fide resident of Florida hereby accepts his appointment as Registered Agent of FERNANDA MICHEL BLANCO, P.A., to accept and acknowledge service of, and upon whom may be served, all necessary process or processes in any action, suit or proceeding that may be had or brought against this corporation in any of the courts of Florida; and affirms that her office at the address set forth in the foregoing Articles shall serve as the Registered office of the corporation.

DATE: 12-19-01

  
Fernanda Michel Blanco

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TALLAHASSEE, FLORIDA

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