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LAZARUS CORPORATE FILING SERVICE

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MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

200004788062--8  
-01/22/02-01055-013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. GNOEL, INC. (Corporation Name) \_\_\_\_\_ (Document #) \_\_\_\_\_
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) \_\_\_\_\_
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) \_\_\_\_\_
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) \_\_\_\_\_

- Walk in   
  Pick up time 2.00   
  Certified Copy  
 Mail out   
  Will wait   
  Photocopy   
  Certificate of Status

RECEIVED  
02 JAN 22 AM 10:27  
DIVISION OF CORPORATION

FILED  
02 JAN 22 AM 11:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

Handwritten initials: PR

**ARTICLES OF INCORPORATION  
OF**

**GNOEL, INC.**

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of this corporation shall be: **GNOEL, INC.**

**ARTICLE II**

**INITIAL PRINCIPAL OFFICE**

The initial street address of the principal office of this corporation in the State of Florida shall be: **20490 SW 196<sup>th</sup> STREET, MIAMI, FLORIDA 33187**

**ARTICLE III**

**NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

The maximum number of shares of stock this Corporation is authorized to have outstanding at one time are one thousand (1,000) shares of common stock with \$0.01 par value.

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02 JAN 22 AM 11:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE V**

**INITIAL OFFICERS/DIRECTORS**

The names, addresses and titles of the officers are:

**Gregorio L. Hernandez  
President  
981 East 19<sup>th</sup> Street  
Hialeah, Florida 33013**

**Noel Ortega  
Vice-President  
20490 SW 196<sup>th</sup> Street  
Miami, Florida 33013**

**ARTICLE VI**

**INITIAL REGISTERED AGENT AND OFFICE**

The initial Registered Agent and Office of this corporation shall be:

**MARIA L. SAAVEDRA  
981 EAST 19<sup>th</sup> STREET  
HIALEAH, FLORIDA 33013**

**ARTICLE VII**

**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

**GREGORIO L. HERNANDEZ  
981 EAST 19<sup>th</sup> STREET  
HIALEAH, FLORIDA 33013**

**ARTICLE VIII**

**SPECIAL ELECTION**

The corporation expressly elects not to be governed by either s607.0902 of the Florida Business Corporation Act, as each may be amended from time to time, relating to affiliated transactions and control share acquisitions.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17th day of January, 2002.

Gregorio L. Hernandez  
GREGORIO L. HERNANDEZ, Incorporator

STATE OF: FLORIDA

COUNTY OF: Miami-Dade

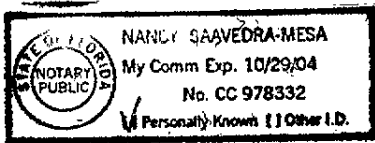
The foregoing instrument was acknowledged before me this 17th day of January, 2002, by Gregorio L. Hernandez, who is personally known to me or who has produced H-655292-36-464-0 as identification and did (did not) take an oat.

Nancy Saavedra-Mesa  
SIGNATURE OF NOTARY

NANCY SAAVEDRA-MESA  
PRINT NAME OF NOTARY

10/29/2004  
COMMISSION EXPIRES

SEAL



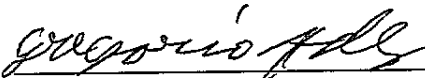
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is: **GNOEL, Inc.**
2. The name and address of the registered agent and office is:

**MARIA L. SAAVEDRA  
981 EAST 19<sup>th</sup> STREET  
HIALEAH, FLORIDA 33013**

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TALLAHASSEE, FLORIDA



\_\_\_\_\_  
**GREGORIO L. HERNANDEZ, Incorporator**

Dated this 17th day of January, 2002.

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 MY POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

  
\_\_\_\_\_  
**MARIA L. SAAVEDRA**

Date this 17th day of January, 2002.