

REFERENCE NUMBER

HWR Management Inc

TELEPHONE

305-854-8558

PREFERRED SITES INC

3225 AVIATION AVE FLR 7TH

COCONUT GROVE

FL 33133-4741

02 JAN 28 PM 1:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

1. \_\_\_\_\_  
(Corporation Name) (Document #) 800004830228--7  
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(Corporation Name) (Document #)

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

**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

**ARTICLES OF INCORPORATION  
OF  
HWR MANAGEMENT, INC.**

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TALLAHASSEE, FLORIDA

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The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this corporation is **HWR MANAGEMENT, INC.**

**ARTICLE II - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

**ARTICLE III - CAPITAL STOCK**

This corporation is authorized to issue 100 shares of \$10.00 par value common stock, which shall be designated as "Common Shares." All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

**ARTICLE IV - VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

**ARTICLE V - TERM**

This corporation shall commence its existence on the date of incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

## **ARTICLE VI - INCORPORATOR**

The name and address of the initial incorporator and subscriber hereto is as follows:

**Hans Walter**  
**c/o 3225 Aviation Avenue, Suite 700**  
**Miami, Florida 33133**

## **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

There shall be at least one (1) member of the Board of Directors of the corporation. The names and addresses of the parties which are to serve as director(s) until the next election are as follows:

**Hans Walter**  
**c/o 3225 Aviation Avenue, Suite 700**  
**Miami, Florida 33133**

The Board of Directors shall serve for a term of one (1) year, and shall be responsible for electing the officers of the corporation. The officers of the corporation may consist of a President, a Vice President and a Secretary/Treasurer, and such other offices as the Board of Directors may from time to time determine is appropriate in order to carry out the activities of the corporation.

**ARTICLE VIII - PRINCIPAL OFFICE  
AND INITIAL REGISTERED OFFICE AND AGENT**

The street address of the principal office and initial registered office of this corporation and name of the initial registered agent of this corporation is:

**Irwin S. Gars, Esq.  
3225 Aviation Avenue, Suite 700  
Miami, Florida 33133**

**ARTICLE IX - OFFICERS**

The duties of the officers of the corporation shall be fixed in the By-Laws. Officers shall be elected annually. Officers of the corporation until the next election are as follows:

**Hans Walter - President + SECRETARY**

**IN WITNESS WHEREOF**, the undersigned subscriber has executed these Articles of Incorporation this 25 day of January, 2002.

  
\_\_\_\_\_  
Hans Walter,  
SUBSCRIBER

STATE OF FLORIDA  
COUNTY OF DADE

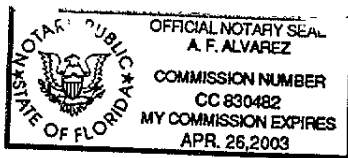
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TALLAHASSEE, FLORIDA

**BEFORE ME**, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared **Hans Walter**, known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he 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 25 day of January, 2002.

(Seal)



  
NOTARY PUBLIC

#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated herein, 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, to wit: Section 607.034 and 607.037 of the Florida Statutes.

DATED: 25 January 02

  
Irwin S. Gars, Esq.  
REGISTERED AGENT