

JAMES M. GUEST, P.A.
CERTIFIED PUBLIC ACCOUNTANT

15600 S.W. 288 STREET - SUITE 201
HOMESTEAD, FLORIDA 33033
(305) 248-0861
Fax (305) 245-2326

P02000026569

February 28, 2002

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32319

RE: Articles of Incorporation
GRAPES, INC.

Dear Sir/Madam:

In reference to the above, please find enclosed original and one(1) copy of Articles of Incorporation to be filed with the Secretary of State, State of Florida. Also, enclosed is my check in the amount of \$87.50 which represents \$35.00 for filing fee, \$35.00 for Registered Agent Fee, \$8.75 for Certified Copy and \$8.75 for Certificate of Status. Please return the Certified copy of the Articles of Incorporation .

If you have any questions, please feel free to contact me.

Sincerely,

James M. Guest

JAMES M. GUEST, CPA

JMG/nsb
Enclosures

FILED
02 MAR -4 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
GRAPES, INC.

I, the undersigned, as a proper person acting as incorporator of a Corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of the Corporation is: **GRAPES, INC.**

ARTICLE II
TERM OF EXISTENCE

The period of its duration is: The Corporation shall have perpetual existence.

ARTICLE III
NATURE OF BUSINESS

The purpose of the Corporation is : The general nature of the business is to be transacted by this Corporation is to engage in any all business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

The maximum number of authorized shares of this Corporation is: One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
REGISTERED AGENT

The address of the initial registered office of this Corporation is:

**15600 SW 288TH STREET, #201
HOMESTEAD, FL. 33033**

and the name of its initial registered agent at such address is:

**JAMES M. GUEST
JAMES M. GUEST, CPA, P.A.
15600 SW 288TH STREET, #201
HOMESTEAD, FL. 33033**

ARTICLE VI
PRINCIPAL PLACE OF BUSINESS

Address of the principal place of business is: **15600 SW 288TH STREET, #201,
HOMESTEAD, FL. 33033**

ARTICLE VII

INITIAL DIRECTOR

The number of directors constituting the initial Board of Directors of the Corporation are TWO and the names and addresses of the persons who are to serve as Directors until its first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
HAROLD W. RADCLIFFE	15600 SW 288TH STREET, #201 HOMESTEAD, FL. 33033
JAMES C. CEFALO	15600 SW 288TH STREET, #201 HOMESTEAD, FL. 33033

ARTICLE VIII

INCORPORATOR

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
HAROLD W. RADCLIFFE	15600 SW 288TH STREET, #201 HOMESTEAD, FL. 33033

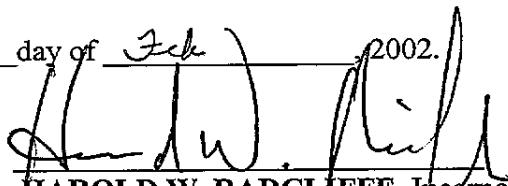
ARTICLE IX

INITIAL OFFICERS

The person or persons named below as Initial Officers shall hold their respective offices for the first year of existence of this Corporation or until a successor is elected or appointed and has qualified, whichever occurs first:

PRESIDENT	HAROLD W. RADCLIFFE
VICE PRESIDENT	JAMES C. CEFALO
SECRETARY	HAROLD W. RADCLIFFE
TREASURER	JAMES C. CEFALO

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing
Articles of Incorporation, this 27th day of Feb, 2002.


HAROLD W. RADCLIFFE, Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI DADE)

BEFORE ME, a Notary Public, personally appeared, **HAROLD W. RADCLIFFE**,
to me known to be the person described as Incorporator and who executed the foregoing Articles
of Incorporation.

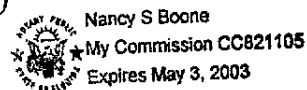
WITNESS my hand and official seal in Miami-Dade County, Florida, this 27th
day of Feb., 2002.


NOTARY PUBLIC, State of Florida

My Commission expires:

May 3, 2003

(SEAL)



FILED
02 MAR -4 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

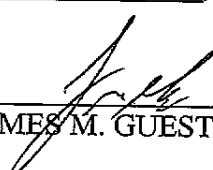
Pursuant to Chapter 607.0501 Florida Statutes, the following is submitted in compliance with said Act:

That **GRAPES, INC.** desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in Homestead, County of Miami Dade, State of Florida, has named JAMES M. GUEST, JAMES M. GUEST, CPA, P.A. located at 15600 SW 288TH STREET, SUITE 201, HOMESTEAD, FL. 33033, of Miami Dade County, State of Florida, as its agent to accept service of process within the State.

ACKNOWLEDGMENT

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 agree to comply with the provisions of said Act relative to keeping open said office.

Dated this 27th day of Feb., 2002.



JAMES M. GUEST