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

**KBG INVESTMENTS, INC.**

Certificate of Status	0
Certified Copy	1
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6/20/02

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**ARTICLES OF INCORPORATION**

**OF**

KBG **INVESTMENTS, Inc**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I NAME**

The name of the corporation shall be KBG **INVESTMENTS, Inc.**

**ARTICLE II NATURE OF BUSINESS**

The general nature of the business and the objectives and the purposes to be transacted and carried on are:

1. For any lawful purpose for which a corporation may operate under the laws of the State of Florida.
2. For any lawful business that a corporation may operate under the laws of the State of Florida.
3. And, in general to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.
4. Moreover, engage in sales of all types of products.

**ARTICLE III DURATION**

This Corporation shall have a perpetual existence commencing on the Date of Filing.

**ARTICLE IV CAPITAL STOCKS**

The maximum numbers of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares at one dollar (\$ 1.00) par value, which shall be designated "Common Shares".

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**ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name of the initial registered agent is William Garciga, the address of the initial registered office is 8940 N.W. 162<sup>nd</sup> Terrace, Miami Lakes, Florida 33018

**ARTICLE VI INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (3) Director initially. 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(s) and street address(s) of the initial Director(s) are:

<u>Names:</u>		<u>Addresses:</u>
William Garciga	President	8940 N.W. 162 <sup>nd</sup> Terrace
	Treasurer	Miami Lakes, FL 33018
Isabel Navas	Secretary	8940 N.W. 162 <sup>nd</sup> Terrace
		Miami Lakes, FL 33018
Edsel Garciga	Vice- President	8940 N.W. 162 <sup>nd</sup> Terrace
		Miami Lakes, FL 33018

**ARTICLE VII LAWS**

The By-Laws of this Corporation may be adopted, altered, amended, or repealed by either the stockholder(s) or Director(s).

**ARTICLE VIII INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE IX PREEMPTIVE RIGHTS**

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

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**ARTICLE X INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Names:

Addresses:

William Garciga	President Treasurer	8940 N.W. 162 <sup>nd</sup> Terrace Miami Lakes, FL 33018
Isabel Navas	Secretary	8940 N.W. 162 <sup>nd</sup> Terrace Miami Lakes, FL 33018
Edsel Garciga	Vice- President	8940 N.W. 162 <sup>nd</sup> Terrace Miami Lakes, FL 33018

**ARTICLE XI OFFICES**

The principal office of the Corporation and mailing address shall be established and maintained at 8940 N.W. 162<sup>nd</sup> Terrace, Miami Lakes, Florida, County of Dade, State of Florida. The Corporation may also have offices at such places within or without the State of Florida as the board may from time to time establish.

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 19 day of JUNE, 2002.

  
William Garciga

  
Isabel Navas

  
Edsel Garciga

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First, that KBG INVESTMENTS, Inc., a Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named William Garciga the street address of the initial registered office of this Corporation is 8940 N.W. 162<sup>nd</sup> Terrace, Miami Lakes, Florida, as its agent to accept service of process within this State.

Second, Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office and of all statutes relative to the proper and complete discharge of his duties, i.e., Section 607.325 F.S.

Dated this 19 day of, June, 2002.

  
William Garciga