

MERCEDES FERNANDEZ GROVES, INC.
25405 S.W. 182 Avenue
HOMESTEAD, FL 33031

PO2 000074315

April 23, 2002

EFFECTIVE DATE

7-3-02

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
02 JUL -9 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: MERCEDES FERNANDEZ GROVES, INC.

300005793983--4
-06/17/02--01071--004
*****78.00 *****78.00

Dear Sirs,

Please find a check for \$78.00 which includes the filing and certified copy fees for the **MERCEDES FERNANDEZ GROVES, INC.** Articles of Incorporation. Please return the copy to:

SHENKMAN & NEWMAN, C.P.A, P.A.
12515 North Kendall Drive, Suite # 314
Homestead, FL 33031

Sincerely,

✓ Mercedes Fernandez

MERCEDES FERNANDEZ
President

MA/mm
enclosures

W-17670

m 7/9 6



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 27, 2002

MERCEDES FERNANDEZ
MERDEDES FERNANDEZ GROVES, INC.
25405 SW 182 AVENUE
HOMESTEAD, FL 33031

*****2ND MAILING

SUBJECT: MERCEDES FERNANDEZ GROVES, INC.
Ref. Number: W02000017670

We have received your document for MERCEDES FERNANDEZ GROVES, INC. and your check(s) totaling \$78.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

PLEASE LIST THE OFFICERS TITLE IN ARTICLE X.,

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 602A00039560

ARTICLES OF INCORPORATION

EFFECTIVE DATE

7-3-02

OF

MERCEDES FERNANDEZ GROVES, INC.

I, the undersigned, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, do hereby make, subscribe, acknowledge and file the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be:

MERCEDES FERNANDEZ GROVES, INC.

ARTICLE II

TERM OF EXISTENCE

This Corporation shall exist perpetually or until dissolved by due process of law.
The Corporation shall commence its existence as of **July 3, 2002**.

ARTICLE III

PURPOSE

This Corporation is organized for the general purposes of transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

PRINCIPAL OFFICE OR MAILING ADDRESS

The initial principal office of the Corporation or the mailing address of the Corporation shall be:

25405 S.W. 182 Avenue

HOMESTEAD, FL 33031

FILED
02 JUL -9 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V .
CAPITAL STOCK

This Corporation is authorized to issue par value common stock as described below. It will be known as Section 1244 Stock pursuant to the Internal Revenue code as amended in 1986 and no other.

Maximum Number of Shares	10,000
Par Value Per Share	\$1.00

The authorized shares of par value common stock may be issued for only a consideration having, in the judgment of the Board of Directors, equivalent at least to the full par value of the stock so to be issued. Such consideration may be in the form of cash, real property, tangible personal property, intangible personal property, labor or services rendered, other than future services, or any combination of the foregoing.

Each share of common stock of this Corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings of the Stockholder. No holder of common stock of this Corporation shall be entitled to any right of cumulative voting.

ARTICLE VI
PREEMPTIVE RIGHTS

The Corporation may provide for preemptive rights of Stockholders pursuant to provisions of its By-Laws, but no preemptive rights shall exist unless specifically approved for inclusion in the By-Laws.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the Registered office of this Corporation in the State of Florida shall be: **25405 S.W. 182 Avenue**

Homestead, FL 33031

The name of the initial Registered Agent of this Corporation at the aforementioned address is:

Mercedes Fernandez

ARTICLE VII

INCORPORATOR

The name and address of each incorporator is as follows:

Mercedes Fernandez

25405 S.W. 182 Avenue, Homestead, FL 33031

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The business of this Corporation shall be conducted by Board of Directors of not less than **one (1)**, nor more than **fifteen (15)** persons. They shall hold office until their Successors are elected or appointed and have qualified, unless otherwise provided by the By-Laws.

The initial Board of Directors shall consist of **ONE (1)** member whose name and Address is as follows:

Mercedes Fernandez

25405 S.W. 182 Avenue, Homestead, FL 33031

ARTICLE X.

MISCELLANEOUS

- A. The initial officers of the Corporation and their addresses shall be as follows:

Mercedes Fernandez

25405 S.W. 182 Avenue, Homestead, FL 33031

- B. Upon election of the Board of Directors by the Stockholders, such Board shall manage the business and affairs of the Corporation.

- C. The initial By-Laws of the Corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the Stockholder or the Directors. The Stockholder may amend, alter, or repeal any By-Law adopted by the Directors. The Directors may not alter, amend, or repeal any By-Law adopted by the Stockholder, nor may the Directors adopt By-Laws which would be in conflict with the By-Laws adopted by the Stockholders.

- D. The Corporation reserves the right to amend, alter change or repeal any provisions contained in these Articles of Incorporation in a manner now or hereafter prescribed by law; and all rights conferred upon Stockholder herein are granted subject to that reservation.

- E. Any Incorporator or Stockholder present at any meeting , either in person or by proxy, and any Directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or deficiency of notice.

- F. The Corporation shall indemnify all Officers and Directors of the Corporation to the fullest extent permitted by law.

G. No contract or other transaction between this Corporation and any other Corporation shall be effected or invalidated by the fact that any one or more of the Directors of this Corporation is or are interested in, or is a Director or Officer, or any Directors, of Officers of, such other Corporation

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 3rd day of July, 2002.

Mercedes Fernandez
MERCEDES FERNANDEZ, PRESIDENT

STATE OF FLORIDA
COUNTY OF DADE

EXECUTION OF the foregoing instrument was acknowledged before me this 3rd Day of July, 2002, by _____, who is personally known to me Or who has produced sufficient evidence of identification (described below) and who did Take the oath.

Description of identification produced: *FDL*

[Signature]
NOTARY PUBLIC – SIGNATURE ABOVE

NOTARY NAME: _____

COMMISSION NO: _____



COMMISSION EXP. DATE: _____

Notary Name/Commission Number/Exp. Date – Type or Printed

The undersigned hereby accepts designation as Registered Agent Of the Corporations.

Mercedes Fernandez
Mercedes Fernandez

FILED
02 JUL -9 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA