

# P03000048/28

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## FLORIDA PROFIT CORPORATION OR P.A.

grg investments group, inc.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

April 30, 2003

EMPIRE CORPORATE KIT COMPANY

SUBJECT: GRC INVESTMENTS GROUP, INC.  
REF: W03000012388

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ARTICLES OF INCORPORATION  
OF  
GRG INVESTMENTS GROUP, INC.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I

The name of this corporation is GRG INVESTMENTS GROUP, INC.

ARTICLE II

The term for which this corporation shall exist shall be perpetual.

ARTICLE III

The general nature of the business or businesses to be transacted by said corporation shall be as follows:

All business permitted by the Florida Statutes.

ARTICLE IV

The corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shares shall be designated "Common Stock".

ARTICLE V

The Board of Directors shall have the power to adopt, alter, amend or repeal the Bylaws of the corporation.

ARTICLE VI

The principal place of business of this corporation shall be: 12840 S.W. 6<sup>th</sup> Street, Miami, Florida 33184.

The name of the initial registered agent of this corporation is: Cristina De Oliveira. The address of the initial registered agent is: 2701 Le Jeune Road, Suite 410, Coral Gables, Fl. 33134

THIS DOCUMENT PREPARED BY  
Cristina De Oliveira, Esq.  
De Oliveira & Assoc. P.A.  
2701 Le Jeune Road Suite 410  
Coral Gables, Fl. 33134  
(305) 444-9012  
Florida Bar #307157

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#### ARTICLE VII

This corporation shall initially have as directors those persons who are designated below in this Article. The number of directors may be increased or decreased from time to time by the Bylaws, but shall never be less than one (1) nor more than five (5). The names and addresses of the initial directors of this corporation are:

Rafael Tolito	12840 S.W. 6 <sup>th</sup> Street Miami, Fl. 33184
Gilbert Palau	3423 N.E. 171 <sup>st</sup> Street North Miami Beach, Fl. 33160
Gilbert L. Sanchez	c/o Cristina De Oliveira, Esq. 2701 Le Jeune Road, Ste. 410 Coral Gables, Fl. 33134

#### ARTICLE VIII

The names and addresses of the officers who are to conduct the business of this corporation until those elected at the first election are as follows:

President	Rafael Tolito 12840 S.W. 6 <sup>th</sup> Street Miami, Fl. 33184
Treasurer	Gilbert Palau 3423 N.E. 171 <sup>st</sup> Street North Miami Beach, Fl. 33160
Secretary	Gilbert L. Sanchez c/o Cristina De Oliveira, Esq. 2701 Le Jeune Road, Ste. 410 Coral Gables, Florida 33134

#### ARTICLE IX

The name and address of the person signing these Articles is: Cristina De Oliveira at 2701 Le Jeune Road, Suite 410, Coral Gables, FL. 33134.

ARTICLE X

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XI

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act.

ARTICLE XII

Members of the Board of Directors may participate in meetings of the Board of Directors by means of telephone conference as provided by law.

ARTICLE XIII

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV

The shares of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code in order that the shareholders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 30th day of April, 2003.

  
Cristina De Oliveira, Incorporator

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 30th day of April, 2003 by Cristina De Oliveira who is personally known to me or who has produced \_\_\_\_\_ (type of identification) as identification and who did (did not) take an oath.

  
\_\_\_\_\_  
Notary Public, State of Florida



Ivonne R. Matus  
Commission # DD127023  
Expires June 15, 2006  
Bonded Thru  
Atlantic Bonding Co., Inc.

My commission expires:

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

In compliance with Section 48.091, Fla. Stats. the following is submitted: GRG INVESTMENTS GROUP, INC. with its principal place of business located 12840 S.W. 6<sup>th</sup> Street, Miami, Florida 33184 has named Cristina De Oliveira located at 2701 Le Jeune Road Suite 410, Coral Gables Florida 33134 as its agent to accept service of process within the State of Florida.

Signature:

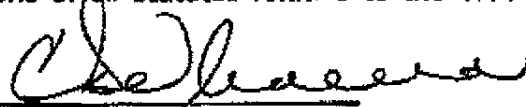


Cristina De Oliveira, Incorporator

Dated 4/30/03

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 order and complete performance of my duties.

Signature:


Cristina De Oliveira  
Registered AgentDated 4/30/03

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TALLAHASSEE FLORIDA

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