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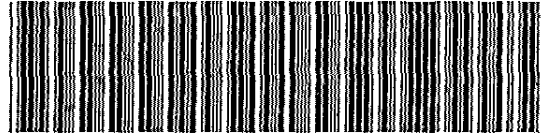
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FREELING**  
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April 7, 2005

**VIA OVERNIGHT MAIL**

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

ATTN: New Filings

RE: Filing of Articles of Incorporation of  
Gladys Guerrero, PA and  
GG Group, LLC

Dear Department of State:

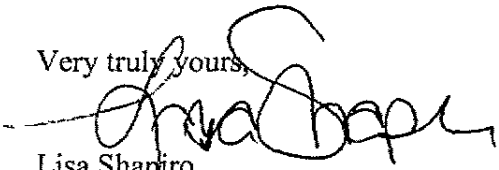
Please find enclosed the following documentation in accordance with the above-referenced new filings:

1. Articles of Incorporation for Gladys Guerrero, PA;
2. Articles of Incorporation for GG Group, LLC; and
3. Check made payable to the Department of State in the amount of for the filing fee of \$203.75. (\$78.75 for PA and \$125.00 for LLC).

I have enclosed a self addressed stamped envelope for you to send a filed copy back to our office.

Thank you for your immediate attention and if you have any questions please feel free to contact me toll free at 800-805-8305.

Very truly yours,

  
Lisa Shapiro

/s/  
Enclosures

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**ARTICLES OF INCORPORATION**  
**OF**

**Gladys Guerrero, P.A.**

The undersigned subscriber to these articles of incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

**ARTICLE I - NAME**

The name of the corporation is GLADYS GUERRERO, P.A.

**ARTICLE II - PURPOSE OF CORPORATION**

This corporation is organized for the following purposes:

- a. To engage in any activity or business to conduct real estate.
- b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

**ARTICLE III - PRINCIPAL OFFICE**

The principal office and mailing address of this corporation is 733 SE 1<sup>st</sup> Way, Suite 208, Deerfield Beach, Florida 33441.

**ARTICLE IV - INCORPORATOR**

The name and street address of the incorporator signing these Articles of Incorporation is:

Gladys Guerrero  
733 SE 1<sup>st</sup> Way, Suite 208  
Deerfield Beach, Florida 33441

**ARTICLE V - DIRECTOR(S)**

The Director(s) of the Corporation shall be Gladys Guerrero.

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## **ARTICLE VI – OFFICERS**

The officers of the Corporation shall be:

President: Gladys Guerrero  
Vice-Pres.: Gladys Guerrero  
Secretary: Gladys Guerrero

## **ARTICLE VII – CORPORATE CAPITALIZATION**

7.1 The maximum number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is ONE THOUSAND (1,000) shares of common stock, each share having a par value of ONE DOLLAR (\$1.00).

7.2 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.3 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify and reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of stock.

## **ARTICLE VIII – SHAREHOLDERS' RESTRICTIVE AGREEMENT**

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

## **ARTICLE IX - CORPORATE POWERS**

The corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

## **ARTICLE X – TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE XI – REGISTERED OWNER(S)**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

**ARTICLE XII – REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered office of the corporation is Gladys Guerrero, located at 733 SE 1<sup>st</sup> Way, Suite 208, Deerfield Beach, Florida 33441.

**ARTICLE XIII – BYLAWS**

The Board of Director(s) of the Corporation shall have the power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

**ARTICLE XIV – EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ARTICLE XV – AMENDMENT**

The corporation reserves the right to amend, adds to, or repeal any provision contained in these Articles of Incorporation, in the manner consistent with law and in conformity with the provisions set forth in the bylaws.

Executed by the undersigned on March 24, 2005.

  
Gladys Guerrero, Incorporator

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