

P05000068666

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000117987 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
Fax Number : (305)633-9696

FILED
05 MAY 10 AM 10:17
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

grb holdings, inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

2005 MAY 11 11:54 AM

(5)

H05000117987

FILED
MAY 10 AM 10:18
TALLAHASSEE, FL 32300

05 MAY 10 AM 10:18

FILED

ARTICLES OF INCORPORATION
OF
GRB HOLDINGS, INC.

THE UNDERSIGNED, acting as an incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the Corporation shall be:

GRB HOLDINGS, INC.

ARTICLE II

This corporation shall have perpetual existence, and its corporate existence shall commence at the time of the filing of the Articles of Incorporation by the Department of State.

ARTICLE III

The corporation shall engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is ONE HUNDRED (100) SHARES with a par value of FIVE AND NO/100 (\$5.00) DOLLARS each share.

MARCO DE LA CAL, ESQUIRE
Florida Bar No. 314587
999 Ponce De Leon Blvd., Suite 720
Coral Gables, FL 33134
Ph: (305) 444-3800

H05000117987

ARTICLE V

The street address of this corporation's initial registered office is:

**5886 SW 42nd Street
Miami, Florida 33155**

and the name of its initial Registered Agent at such address is:

ALEJANDRO R. BALLINA

ARTICLE VI

The number of directors constituting the Initial Board of Directors shall be four (4) and the names and addresses of the persons who are to serve as members thereof are as follows:

**JUAN A. ROMANACH JR.
5886 SW 42nd Street
Miami, Florida 33155**

**JOSE G. GOMEZ
5886 SW 42nd Street
Miami, Florida 33155**

**JAVIER GOMEZ
5886 SW 42nd Street
Miami, Florida 33155**

**ALEJANDRO R. BALLINA
5886 SW 42nd Street
Miami, Florida 33155**

ARTICLE VII

The principal office and/or mailing address of the Corporation are as follows:

**5886 SW 42nd Street
Miami, Florida 33155**

ARTICLE VIII

The names and addresses of this corporation's incorporators are as follows:

**JUAN A. ROMANACH JR.
5886 SW 42nd Street
Miami, Florida 33155**

**JOSE G. GOMEZ
5886 SW 42nd Street
Miami, Florida 33155**


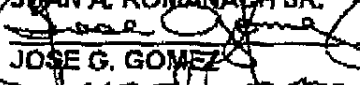


**JAVIER GOMEZ
5886 SW 42nd Street
Miami, Florida 33155**

**ALEJANDRO R. BALLINA
5886 SW 42nd Street
Miami, Florida 33155**

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation this 9th day of May, 2005.


JUAN A. ROMANACH JR.

JOSE G. GOMEZ

JAVIER GOMEZ

ALEJANDRO R. BALLINA

STATE OF FLORIDA)
) S.S.
COUNTY OF MIAMI-DADE)

WE HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, JUAN A. ROMANACH JR., JOSE G. GOMEZ, JAVIER GOMEZ and ALEJANDRO R. BALLINA, well known to be the persons described in the foregoing Articles of Incorporation of GRB HOLDINGS, INC., and executed the same freely and voluntarily for the purposes therein expressed.

WITNESS our hands and official seals in Coral Gables, Miami-Dade County, Florida, on this 9th day of May, 2005.



Marco de la Cal
MY COMMISSION # DD205927 EXPIRES
July 1, 2007
BONDED THIRD PARTY INSURANCE, INC.



NOTARY PUBLIC
State of Florida at Large


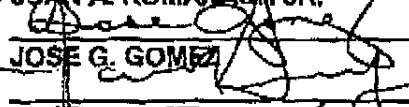
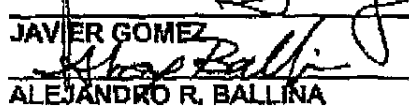

My Commission Expires:

HDS000117987

RESIDENT AGENT CERTIFICATE


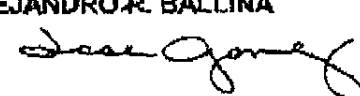
In pursuance of Chapter 48,091, Florida Statutes, the following is submitted in compliance with said Act:

That **GRB HOLDINGS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in Miami, Miami-Dade County, Florida, has named **ALEJANDRO R. BALLINA**, at 5886 SW 42nd Street, Miami, Florida 33155, as its agent to accept service of process within this state.


 JUAN A. ROMANACH JR.

 JOSE G. GOMEZ

 JAVIER GOMEZ

 ALEJANDRO R. BALLINA

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


 ALEJANDRO R. BALLINA


HDS000117987