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.

(((H06000282093 3)))



H060002820833ABC/

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

Fron:

Account Name : HODGSON RUSS LLP
Account Number : 072720000242
Phone : (561)394-0500
Fax Number : (561)394-3862

FLORIDA PROFIT/NON PROFIT CORPORATION

Bolufe, Inc.

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

Electronic Filing Menu

Corporate Filing Menu

Help

https://cfile.sunbiz.org/scripts/efilcovr.exe

11/27/2006

6 NOV 27 PM 1: 11.

i AH

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

966b00282033 P3M 1: 14

ARTICLES OF INCORPORATION

OF

BOLUFÉ, INC.

ARTICLE 1

NAME

The name of the Corporation is Bolufe, Inc. (the "Corporation").

ARTICLE 2

PRINCIPAL OFFICE

The street address of the initial principal office of the Corporation shall be 414 Plaza Real, Boca Raton, Florida 33432.

ARTICLE 3

MAILING ADDRESS

The initial mailing address of the Corporation shall be 414 Plaza Real, Boca Raton, Florida 33432.

ARTICLE 4

PURPOSES AND POWERS

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

H06000282093 3

ARTICLE 5

11/27/2006 10:37

SHARES

The aggregate number of shares which the Corporation shall have authority to issue is One Hundred (100) shares of common stock having a par value of One Cent (\$0.01) per share.

ARTICLE 6

VOTING

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these Articles of Incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

ARTICLE 7

PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights.

ARTICLE 8

INDEMNIFICATION

The Corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the Corporation), by reason of the fact that the person is or was a director or officer of the Corporation, or a fiduciary within the meaning of the Hodgson Russ LLP

H06000282093 3

Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the Corporation, or serves or served at the request of the Corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the Corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE 9

CONTROL-SHARE

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this Corporation.

ARTICLE 10

BYLAWS

The Bylaws of the Corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE 11

BOARD OF DIRECTORS

The number of directors of the Corporation shall be fixed by the Bylaws of the Corporation. The initial board of directors shall consist of two (2) directors whose names and addresses are as follows:

Kim Bolufe

414 Piaza Real, Boca Raton, FL 33432

Carl Bolufe

414 Plaza Real, Boca Raton, FL 33432

Hodgson Russ LLP

н06000282093 3

ARTICLE 12

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 1801 N. Military Trail, Suite 200, Boca Raton, Florida 33431, and the name of the initial registered agent of the Corporation at that office is HRAWG CORP.

ARTICLE 13

INCORPORATOR

The name and address of the Incorporator is Kim Bolufe, 414 Piaza Real, Boca Raton, Florida 33432.

The undersigned has executed these Articles of Incorporation this 22nd day of November, 2006.

Hodgson Russ LLP

11/27/2006 10:37

PAGE 007/007

Fax Server

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

06 HOV 27 PM 1: 14

H06000282093 3

CERTIFICATE OF

DESIGNATION OF REGISTERED AGENT

FOR

BOLUFÉ, INC.

Having been appointed as Registered Agent to accept service of process for the abovestated Corporation, at the place designated in the Corporation's Articles of Incorporation, the undersigned hereby accepts the appointment as Registered Agent and hereby agrees to act in this capacity. Further, the undersigned agrees to comply with the provisions of all statutes relative to the proper and complete performance of all duties and the undersigned is familiar with and accepts the obligations of such position.

HRAWG CORP.

Rv.

of an M. Continue Vian Description