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### LAZARUS CORPORATE FILING SERVICE

3320 SW 87TH AVENUE MIAMI, FL 33165 (305) 552-5973 Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Certified Copy Pick up time 2.00 Certificate of Status Will wait Mail out Photocopy **NEW FILINGS** <u>AMENDMENTS</u> 2 Profit Amendment Not for Profit. Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger OTHER FILINGS REGISTRATION/QUALIFICATION. Annual Report Foreign **Fictitious Name** Limited Partnership Reinstatement Trademark Other

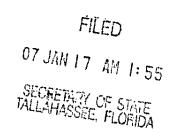
Examiner's Initials

CR2E031(7/97)

#### ARTICLES OF INCORPORATION

OF

#### E & R GROVE CORP.



#### Article I – Name

The name of this corporation is E & R GROVE CORP.

#### Article II - Purpose

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

#### Article III - Capital Stock

This corporation is authorized to issue FIVE hundred (500) shares of ONE and No/100 (\$ 1.00) DOLLAR par value common stock.

#### Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this Corporation shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### Article V - Initial Registered Office

The street address of the initial registered office and principal office of this corporation is:. 275 FONTAINEBLEAU BLVD. SUITE 115 MIAMI, FL. 33172

#### Article VI - Initial Board of Directors

This corporation shall have 3 director(s) initially. The number of directors may be either increased of diminished from time to time by the By-Laws, but shall never be less than one (1). The initial director(s) of this corporation is (are):

**NAME** 

**ADDRESS** 

ROMAN O. BENITEZ

4640 N.W. 5<sup>TH</sup> ST. MIAMI, FL. 33126

BLANCA A. BENITEZ

4640 N.W. 5<sup>TH</sup> ST. MIAMI, FL. 33126

VANESSA BENITEZ

2000 S. Bayshore Dr. #42 MIAMI, FL. 33133

#### **Article VII - Initial Officers**

The name and street addresses of the initial officers of this corporation are:

Name	Title	Address
ROMAN O. BENITEZ	PRESIDENT	4640 N.W. 5 <sup>TH</sup> ST. MIAMI, FL. 33126
BLANCA A. BENITEZ	VICE PRESIDENT	4640 N.W. 5 <sup>TH</sup> ST. MIAMI, FL. 33126
VANESSA BENITEZ	SECRETARY/TREASURER	2000 S. Bayshore Dr. #42 MIAMI, FL. 33133

#### Article VIII - Incorporator

The name and address of the person signing these articles is:
JUAN E. GONZALEZ 275 FONTAINEBLEAU BLVD. SUITE 115 MIAMI, FL. 33172

#### Article IX - Indemnification

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

#### Article X - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and in the shareholders.

IN WITNESS THEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15TH DAY OF JANUARY, 2007.

LIAN E GONZALEZ

## CERTIFICATE OF DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

#### WITNESSETH:

That E & R GROVE CORP. desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Miami-Dade, has named JUAN E. GONZALEZ as its agent to accept service of process within this state.

#### ACKNOWLEDGMENT:

Having been named by the first Board of Directors of E & R GROVE CORP. to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes, this 15TH DAY OF JANUARY, 2007.

JAN-E. GONZALEZ