

10/17/2007 11:44:22 AM

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07 OCT 17 AM 11:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF INCORPORATION**

**OF**

**GROVE 10, INC.**

**ARTICLE I**  
**NAME**

The name of this Corporation is Grove 10, Inc., and its mailing address is 1200 Ponce de Leon Boulevard, Coral Gables, Florida 33134.

**ARTICLE II**  
**NATURE OF BUSINESS**

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
- b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
- c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

**ARTICLE III**  
**TERM OF EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

**ARTICLE IV**  
**CAPITAL STOCK**

This Corporation is authorized to issue 10,000 shares of \$.01 par value common stock, which shall be designated "Common Shares."

**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of the Corporation is 1200 Ponce de Leon Boulevard, Coral Gables, Florida 33134 and the name of the initial registered agent of this Corporation is Frank Gambin.

MIA 179767128v1 10/16/2007

H07000257436 3

H07000257436 3

**ARTICLE VI**  
**INITIAL DIRECTORS**

The Corporation shall initially have one director. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this Corporation is:

**Name**

**Address**

Frank Gambin

1200 Ponce de Leon Blvd.  
Coral Gables, Florida 33134

**ARTICLE VII**  
**VOTING REQUIREMENTS FOR SHAREHOLDERS**

The affirmative vote of a majority of the shareholders of this Corporation entitled to vote shall be required for the authorization of any action of the shareholders of this Corporation.

**ARTICLE VIII**  
**AMENDMENTS TO ARTICLES OF INCORPORATION AND BY-LAWS**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors of this Corporation.

**ARTICLE IX**  
**POWERS**

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act, as amended from time to time.

**ARTICLE X**  
**INCORPORATOR**

The name and address of the person signing these Articles is:

Frank Gambin

1200 Ponce de Leon Boulevard  
Coral Gables, Florida 33134

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 16 day of October, 2007.

  
Frank Gambin

MIA 179767128v1 10/16/2007

H07000257436 3

H07000257436 3

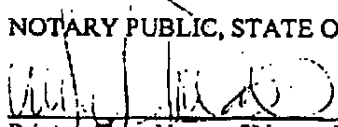
ACKNOWLEDGMENT

STATE OF FLORIDA       )  
                                  )  
COUNTY OF MIAMI-DADE )


On this the 11<sup>th</sup> day of October, 2007, before me, the undersigned Notary Public of the State of Florida, personally appeared Frank Gambin, whose name is subscribed to the within instrument, and who is personally known to me and produced a drivers license as identification and they acknowledged before me that they executed it.

WITNESS my hand and official seal.

NOTARY PUBLIC, STATE OF FLORIDA

  
\_\_\_\_\_  
Print or Type Name of Notary Public

My Commission Expires:

NOTARY PUBLIC-STATE OF FLORIDA  
 Jennifer Duran  
Commission # DD389883  
Expires: JAN. 25, 2009  
Bonded Thru Atlantic Bonding Co., Inc.

H07000257436 3

H07000257436 3

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

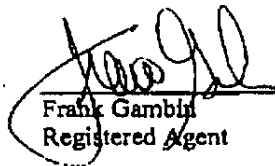
**W I T N E S S E T H**

That Grove 10, Inc., desiring to organize under the laws of the State of Florida, has named Frank Gambin, 1200 Ponce de Leon Boulevard, Coral Gables, Florida 33134, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

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 proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 16 day of October, 2007.

  
Frank Gambin  
Registered Agent

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TALLAHASSEE, FLORIDA

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