Florida Department of Sta

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FLORIDA PROFIT/NON PROFIT CORPORATION GB PALMETTO BAY, INC.

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CERTIFICATE OF INCORPORATION OF GB PALMETTO BAY, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida. Providing for the formation, rights, privileges, immunities and liabilities of Incorporation for a profit.

ARTICLE 1

The name of the corporation should be:

GB PALMETTO BAY, INC.

ARTICLE

The corporation will engage in any activity or business permitted where laws of the State of Florida and the United States of America.

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of no par Value. All stock is to be issued as fully paid and exempt from Assessment.

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the by-laws or written agreement among the stockholders which shall be on file in the office of the corporation.

ARTICLEV

The amount of capital with which its corporation may begin doing business shall be not less than five hundred dollars (\$500.00).

ARTICLE VI

The existence of the corporation is perpetual.

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ARTI CLE VII

The initial post office address of the principal office of corporation in the State of Florida is: 17377 South Dixie Hwy, Palmetto Bay, Florida 33157 and the mailing address is 17377 South Dixie Hwy, Palmetto Bay, Florida 33157 and the registered agent at the address is Juan Felipe Quiroz

ARTICLE VIII

The business of the corporation shall be managed by a board of directors consisting of no less than one nor more than five directors. A quorum for the holding of a meeting of the board of directors and for the transactions of any business which will be properly done by the directors on behalf of the corporation shall consist of majority of members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an executive committee.

ARTICLE IX

The names and post office of the members of the first board of directors and the slate of corporate officers are as follows:

Juan Felipe Quiroz

President

17377 South Dixie Hwy, Palmetto Bay, Florida 33157

Paulo Roberto De Castro

Vice-President

17377 South Dixie Hwy, Palmetto Bay, Florida 33157

Erik Darnott

Secretary/Treasurer

17377 South Dixle Hwy,

Palmetto Bay, Florida 33157

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Stock of the corporation may be issued pursuant to the Provisions of section 1244 of the Internal Revenue Service Code, so that the stockholders of the Corporation may receive the benefits provided hereunder.

ARTICLE X
INCORPORATOR

The name and address of the incorporator is

Juan Felipe Quiroz 17377 South Dixie Hwy Palmetto Bay, Florida 33157

incorporator

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILÉ FOR THE SERVICE OF PROCESS WITHIN

FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to the provisions of the section 607.0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida.

The name of the corporation is: GB Palmetto Bay, Inc. with its principal place of business at City of Palmetto Bay, State of Florida has named Juan Felipe Quiroz located at 17377 South Dixie Hwy, Palmetto Bay, Florida 33157 to accept process in State of Florida County of Miami-Dade

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Juan Felipe Quiro