

LAW OFFICES  
BODZIN & BODZIN

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SIDNEY M. BODZIN  
GARY A. BODZIN  
MARTIN I. BODZIN

REPLY TO:  
AVENTURA

**P45000015782**

AVENTURA OFFICE:  
SAVINGS OF AMERICA BUILDING  
3050 AVENTURA BLVD., SUITE 300  
NORTH MIAMI BEACH, FL 33180  
DADE: (305) 931-5000  
BROWARD: (305) 989-3480  
TELEFAX: (305) 932-7838

POMPANO OFFICE:  
SAVINGS OF AMERICA BUILDING  
225 N. FEDERAL HIGHWAY, SUITE 420  
POMPANO BEACH, FL 33062  
TELEPHONE: (305) 942-4631  
TELEFAX: (305) 942-4625

KENDALL OFFICE:  
SAVINGS OF AMERICA BUILDING  
9955 N. KENDALL DRIVE, SUITE 202  
MIAMI, FL 33176  
TELEPHONE: (305) 598-5111  
TELEFAX: (305) 279-2699

February 23, 1995

DIVISION OF CORPORATIONS  
SECRETARY OF STATE  
STATE OF FLORIDA  
409 East Gaines Street  
Tallahassee, FL 32399

600001414946  
-02/24/95--01072--013  
\*\*\*\*122.50 \*\*\*\*122.50

RE: GREEN ROCK CORP.


TO WHOM IT MAY CONCERN:

Attached please find the Articles of Incorporation for GREEN ROCK CORP., along with our check in the sum of \$122.50, and a return, self-addressed return envelope.

Please file the Articles, and return a Certified Copy to us at our Aventura branch. You may use the return envelope if you so desire.

As always, your cooperation is appreciated.

Sincerely yours,

  
GARY A. BODZIN  
GAB:br  
Enclosures

VIA FEDERAL EXPRESS AIRBILL #3582503455

FILED  
95 FEB 24 AM 9 23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
GREEN ROCK CORP.**

95 FEB 24 PM 9 23  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THIS IS TO CERTIFY that I, the undersigned, for the purpose of forming a corporation under the provisions of Florida Statutes 1993, Chapter 607, and statutes amendatory thereof and supplementary thereto, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, and I do certify that:

1. The name of the corporation is:

**GREEN ROCK CORP.**

2. The major purpose of the corporation will be to engage in the business of holding, managing, purchasing and selling real estate. In addition, the general nature of the business transacted shall be:

To engage in any one or more of the businesses and to exercise any or all the powers authorized and permitted by the said Statutes to corporations formed thereunder.

Further, and not by way of limitation of the preceding paragraph, to enter into and perform contracts of every kind and nature; to act as agent and representative of other persons and corporations; to own, buy, sell, mortgage or lease real and personal property of every kind and nature and wheresoever situate.

3. The amount of capital stock authorized shall be ONE THOUSAND (1,000) shares of Common Stock at a par value of ONE (\$1.00) DOLLAR per share.

4. The corporation shall commence business with not less than FIVE HUNDRED and NO/100 (\$500.00) DOLLARS in cash.

5. The corporation shall have perpetual existence.

6. The post office address of the principal office of the corporation shall be:

1150 Northwest 72nd Avenue  
Suite 475  
Miami, Florida 33126

7. There shall be four (4) directors initially. The number of directors may be changed by a majority vote of the directors then in power.

8. The name and post office address of the members of the first Board of Directors, and the Officers, who, subject to the By-Laws of this corporation, shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, are:

<b>JULIA O. de MOLEIRO</b>	President
1150 Northwest 72nd Avenue	and Director
Suite 475	
Miami, Florida 33126	

<b>RODOLFO MOLEIRO</b>	Vice-President
1150 Northwest 72nd Avenue	and Director
Suite 475	
Miami, Florida 33126	

**FRANCISCO MOLEIRO**  
1150 Northwest 72nd Avenue  
Suite 475  
Miami, Florida 33126

Treasurer  
and Director

**YULA M. de SERIZIER**  
1150 Northwest 72nd Avenue  
Suite 475  
Miami, Florida 33126

Secretary  
and Director


9. The name and post office address of the sole subscriber to these Articles of Incorporation, and a statement of the number of shares of stock which he agrees to take and the value of the consideration therefor, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
<b>HUGO G. MORALES</b>	1150 Northwest 72nd Avenue Suite 475 Miami, Florida 33126	500	\$500.00

10. The corporation designates as its registered office the office of **HUGO G. MORALES, C.P.A.**, 1150 Northwest 72nd Avenue, Suite 475, Miami, Florida 33126, and **HUGO G. MORALES** as its registered agent, and he does hereby accept to act in this capacity, and agrees to comply with the provisions of the Statute relative to keeping open said office at the above address.

11. The private property of the stockholders, officers and directors shall not be subject to the payment of the obligations of the corporation to any extent.

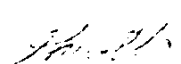
IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Florida, this 22<sup>nd</sup> day of February, 1995.

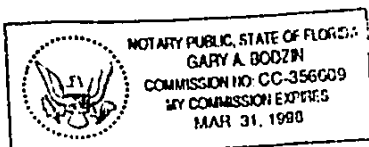
 [SEAL]  
**HUGO G. MORALES**  
Incorporator/Subscriber

STATE OF FLORIDA     ]  
                              : ss.  
COUNTY OF DADE     ]

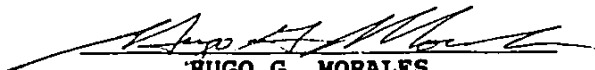
ON THIS DAY, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **HUGO G. MORALES**, to me known to be the person described as subscriber in, and who executed the foregoing Articles of Incorporation, and, after taking an oath, acknowledged before me that he subscribed to said Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me the 22<sup>nd</sup> day of February, 1995.

  
NOTARY PUBLIC, State of Florida  
at Large  
My Commission Expires: 3/31/98



I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
**HUGO G. MORALES**  
Registered Agent