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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GROVE HOLDINGS CORP.
FAX AUDIT NUMBER: H95000004474
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FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

April 21, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL 33135

SUBJECT: GROVE HOLDINGS CORP.
REF: W9500000613

We have received your document for GROVE HOLDINGS CORP. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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Loria Poole
Corporate Specialist

FAX Aud. #: H95000004474
Letter Number: 795A00018901

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION
OF
MARY STREET HOLDINGS CORP.**

The undersigned, desiring to form a corporation pursuant to Chapter 607 of the Florida Statutes, Florida Business Corporation Act, certifies:

**ARTICLE I
NAME**

The name of the corporation is MARY STREET HOLDINGS CORP.

**ARTICLE II
DURATION**

The period of existence of this corporation is perpetual.

**ARTICLE III
PURPOSE**

The purpose for which this corporation is formed is to engage in any and all business permitted under the Florida Business Corporation Act.

**ARTICLE IV
POWERS**

This corporation shall have the power to carry out any and all of its purposes, and said powers shall include, but not be limited to, the powers granted under section 607.0302 of the Florida Business Corporation Act.

**ARTICLE V
CAPITAL STOCK**

The total authorized capital stock of this corporation is 1000 shares of common stock without par value.

Prepared by:

Kirk A. Jewell, P.A.
Florida Bar No. 438144
Two Biscayne Center, Suite 1209
9130 S. Biscayne Blvd.
Miami, Florida 33156
(305) 670-3857

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**ARTICLE VI
PREEMPTIVE RIGHTS**

Each initial shareholder shall retain pro-rata preemptive rights as to the issuance of any additional shares in the future.

**ARTICLE VII
PRINCIPAL OFFICE**

The location of the corporation's principal office is 834 Sevilla Avenue, Coral Gables, Florida 33134.

**ARTICLE VIII
INITIAL REGISTERED AGENT**

The name of the corporation's initial registered agent upon whom process against this corporation may be served is: Kirk A. Jaslow, P.A., Two Dextran Center, 9130 S. Dadeland Blvd., Suite 1209, Miami, Florida 33156.

**ARTICLE IX
INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of 1 director, who shall not be required to be a shareholder. The name and address of the person to serve as director is:

Marc H. Pearl
834 Sevilla Avenue
Coral Gables, Florida 33134

**ARTICLE X
INCORPORATORS**

The name and address of the incorporator is:

Marc H. Pearl
834 Sevilla Avenue
Coral Gables, Florida 33134

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**ARTICLE XI
BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 11 day of April, 1998.



MARC H. PEARL, Incorporator

STATE OF FLORIDA)
COUNTY OF DADE) ss.:

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared MARC H. PEARL, who is personally known to me or who has produced a Florida driver's license as identification and who executed the foregoing Articles of Incorporation, and who acknowledged before me the execution of these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal, in the state and county aforesaid, this 11 day of April, 1998.



Name: Kirk A. Jarlow
Notary Public, State of Florida

My commission expires:

KIRK A. JARLOW
Notary Public, State of Florida
My Comm. Expires Apr. 28, 2000
No. CC 981511
Send The Official Notary Seal

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464000005474

MARY STREET HOLDINGS CORP.
834 SEVILLA AVENUE
CORAL GABLES, FLORIDA 33134

WITNESSETH

That MARY STREET HOLDINGS CORP., desiring to organize under the laws of the State of Florida, and having its principal office at 834 Sevilla Avenue, Coral Gables, Florida 33134, has named Kirk A. Jaslow, P.A., Two Datan Center, 9130 S. Dadeland Blvd., Suite 1209, Miami, Florida 33156, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby agree to serve as the registered agent for the corporation, and agree to comply with the applicable provisions of Florida law.

Dated this 18 day of April, 1995.

KIRK A. JASLOW, P.A.

By: *[Signature]*

KIRK M. JASLOW, President
Registered Agent

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TALLAHASSEE, FLORIDA