

DA500058617

GRAND BAY ENTERPRISES
444 Brickell Ave., Suite # 51-462
Miami, FL 33131

tel (305) 539-2450
fax (305) 539-2452

RECEIVED
JUL 28 1995

DIVISION OF CORPORATIONS
1995
P.O. box 6327
Tallahassee, FL 32314

July 24,

Ref: Articles of Incorporation for
Grand Bay Enterprises Inc.

Enclosed please find Articles of Incorporation for Grand Bay Enterprises Inc.

and a money order in the amount of \$ 122.50.

Thank you.

M. Tayara

D. BROWN JUL 28 1995

ARTICLES OF INCORPORATION
OF
GRAND BAY ENTERPRISES, Inc.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation

ARTICLE I: NAME

The name of this corporation is:
GRAND BAY ENTERPRISES, Inc.

ARTICLE II: DURATION

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are filed by the Secretary of State.

ARTICLE III: PURPOSE

The purpose of this corporation is: retail and wholesale business, including contracting, subcontracting, organizing and producing trade fairs.

To improve, buy, sell, exchange, mortgage, rent, lease, invest in, build, erect, equip, maintain, deal in and with, dispose of, manage and operate real property both improved and unimproved, and personal property of whatsoever nature or kind, as owner, agent, factor, or broker; to build, construct and alter houses, buildings and structures of whatsoever nature or kind;

The purpose of this corporation also includes all and any ownership or operations necessary to lawfully conduct any other lawful business in the State of Florida, the United States and other parts of the world.

ARTICLE IV: CAPITAL STOCK

Section 4.1 Authorized Capital

This corporation is authorized to issue One Thousand (1,000) shares of one Dollar (\$1.00) par value common stock which shall be designated "Common Stock" This corporation is not authorized to issue preferred shares.

Section 4.2 Restrictions on Transfer of Stock

The shareholders may, by By-Law provision or by shareholder's agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

Section 4.3 Approval of Shareholders required for merger

The approval of a majority of the shareholders of this corporation to any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

ARTICLE V: PREFERENCES, LIMITATIONS AND RELATIVE RIGHTS
OF SHARE OF COMMON STOCK

Section 5.1 Dividends

The holders of record of the Common Stock of this corporation shall be entitled to dividends at such times as the corporation is authorized to pay dividends.

Section 5.2 Rights upon Liquidation or Dissolution

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holder of records of the outstanding Common Stock shall be paid from the remaining assets of this corporation ratably.

Section 5.3 Voting rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Stock.

ARTICLE VI: DESIGNATION OF SERIES

There shall exist no series in the issuance of the Common Stock authorized herein.

ARTICLE VII: PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the first 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 VIII: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 444 Brickell Ave, Suite 51-462, Miami, Florida 33131-2400, and the name of the initial registered agent of this corporation is Mey Tayara, located at 444 Brickell Ave, Suite 51-462, Miami, Florida

ARTICLE IX: INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. 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(1). The names and addresses of the initial directors of this corporation are:

Sarkis Arslanian P-VP-S-T-D 444 Brickell Ave. # 51-462, Miami, Fl

ARTICLE X: INCORPORATOR

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

Mey Tayara 444 Brickell Ave. # 51-462, Miami, Fl 33131-2400

ARTICLE XI: BY-LAWS

The initial By-Laws of this corporation shall be adopted by the directors. By-Laws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter amend or repeal any By-Law adopted by the shareholders if the shareholders specifically provide that such By-Law is not subject to amendment or repeal by the directors.

ARTICLE XII:

MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation or those designated by them.

ARTICLE XIII: COMPENSATION

The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the bases and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

ARTICLE XIV: INDEMNIFICATION

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

ARTICLE XV: AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation the 24 day of July 1995

Mey Tayara

STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, a notary public, authorized to take acknowledgement in the State and County set forth above, personally appeared Mey Tayara known to me and by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 21st day of July, 1998.

Isora Villazon
NOTARY PUBLIC
State of Florida at Large *Isora Villazon*

OFFICIAL NOTARY SEAL
ISORA VILLAZON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC227357
MY COMMISSION EXPIRES SEPT 13, 1998

My commission expires:

Mey Tayara

P.95000058617

Grand Bay Enterprises Inc.
444 Brickell Ave., # 51-462
Miami, Florida 33131

tel (305) 539-2450

FILED
95 OCT 30 AM 11:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Fla. Dept. of State
Div. of Corporations
P.O. box 6327
Tallahassee, FL 32314

4000001586144
-09/20/95--01052--007
*****35.00 *****35.00

Amendments: Grand Bay Enterprises Inc.

Enclosed please find a check in the amount of \$ 35.00 for the Amendment as mentioned above

Amend

V8 NOV 7 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 3, 1995

GRAND BAY ENTERPRISES, INC.
444 BRICKELL AVE., # 51-462
MIAMI, FL 33131

SUBJECT: GRAND BAY ENTERPRISES, INC.
Ref. Number: P95000058617

We have received your document for GRAND BAY ENTERPRISES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 395A00044894

RECEIVED
35 OCT 30 AM 8:43
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
95 OCT 30 AM 11:42
CLERK OF THE COURT
TALLAHASSEE FLORIDA

CLIPPER INDUSTRIES, INC.
CLIPPER INDUSTRIES, INC.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article IX - Capital & Dividends
Articles Association VI - D
Shares Association VI - T - D
Articles Association VI - D
Miscellaneous VI - D

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: Oct 13, 1995

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 26 of SEPTEMBER, 19 2011.

Signature [Signature]
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

[Signature]
Typed or printed name

HOJ TAJARA
Title sole incorporator

P95000058617

4111 S. ...
55.0 51-402
110.0 55151
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 11 PM 3:56

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment <i>NE</i>
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

100001626991
-01/11/96--01067--017
*****35.00 *****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED JAN 12 1996

Examiner's Initials	
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 11 PM 3:56

GRAND BAY ENTERPRISES INC

P 95 0000 58617

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE 1 : NAME Amendment

GRAND GLOBAL ENTERPRISES, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: Jan 8, 96

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 8 of January, 1996.

Signature _____
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Mey Tnyara
Typed or printed name

Director
Title

P95000058617

7/7/77
Requestor's Name
Softe 51-462
Address
Miami Fla 33131
City/State/Zip Phone #

SECRET
FALLAHASSEE, FLORIDA
*****87.50 *****87.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

36 MAR -1 PH 1:59
SECRET
FALLAHASSEE, FLORIDA

FILED

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
Profit	
NonProfit	
Limited Liability	
Domestication	
Other	

AMENDMENTS	
Amendment	
Resignation of R.A., Officer/ Director	
Change of Registered Agent	
Dissolution/Withdrawal	
Merger	

OTHER FILINGS	
Annual Report	
Fictitious Name	
Name Reserqvation	

REGISTRATION/QUALIFICATION	
Foreign	
Limited Partnership	
Reinstatement	
Trademark	
Other	

Handwritten: P95000058617
5-1-94

Examiner's Initials

FLORIDA DEPARTMENT OF STATE, SANDRA B. MORTHAM, SECRETARY OF STATE

RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,

Florida Statutes, the undersigned, MEY TAYARA
(Name of registered agent)

hereby resigns as Registered Agent for GRAND GLOBAL ENTERPRISES, INC.
(Name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address. The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.

[Signature]
(Signature of resigning agent)

If signing on behalf of an entity:

Mey Tayara
(Typed or Printed Name)

Registered Agent
(Capacity)

FILED
36 MAR -1 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fee for filing this document:
\$87.50 - Active corporation
\$35.00 - Administratively dissolved corporation

DIVISION OF CORPORATIONS - P. O. BOX 6327 - TALLAHASSEE, FL 32314

\$87.50

P95000058617

Requestor Name
Address
City/State/Zip Phone #

4100 BULLOCK BLVD
TALLAHASSEE, FL 32301
904/224-2305 FAX 904/224-0252
*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)

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 Mail out Will wait Photocopy Certificate of Status

FILED
36 FEB 29 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
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<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Handwritten notes: P95000058617, 2-29-95, and initials.

Examiner's Initials



Florida Department of State, Jim Smith, Secretary of State
AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

STATE OF FLORIDA
 COUNTY OF DADE

I, MEY TAYARA after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, MEY TAYARA, hereby resign as Director of
 (Title)
GRAND GLOBAL ENTERPRISES, INC. Florida corporation;
 (Name of Corporation)

That the corporation has been notified in writing of the resignation.

[Signature]
 Signature of resigning officer/director

FILED
 FEB 29 AM 11:18
 TALLAHASSEE, FLORIDA
 SECRETARY OF STATE

Sworn to and subscribed before me this 22 day of February.

[Signature]
 NOTARY PUBLIC
 ROBERT A. BRANDT
 Notary Public, State of Florida
 My Comm. Expires April 21, 1999
 No. CC 445704
 Bonds Thru Official Notary Service
 1-(800) 723-0121

My Commission Expires: _____

P95000058617

Address

City/State/Zip

Phone #

STATE OF FLORIDA
DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

FILED
36 FEB 29 AM 11:18
STATE DEPT OF REVENUE
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
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REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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02/29/96
20996

Examiner's Initials



Florida Department of State, Jim Smith, Secretary of State
AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

STATE OF FLORIDA
 COUNTY OF DADE

I, NAJIB TAYARA a/k/a NABIL TAYARA after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, NAJIB TAYARA a/k/a NABIL TAYARA hereby resign as President & Director of
 (Title)
GRAND GLOBAL ENTERPRISES, INC., a Florida Corporation;
 (Name of Corporation)


RECEIVED
 36 FEB 29 AM 11:18
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

That the corporation has been notified in writing of the resignation.

Najib Tayara
 Signature of resigning officer/director

Sworn to and subscribed before me this 26th day of FEBRUARY.

Miguel Pena
 NOTARY PUBLIC

 **NOTARY PUBLIC**
 MIGUEL PENA
 My Commission GC457509
 Expires May 01, 1999
 Bonded by HAI
 800-422-1555

My Commission Expires: _____

OFFICE USE ONLY (Document #)

(Request #)

(Address)

(City, State, Zip)

(Phone #)

PA5000058617

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- 1. _____ (Corporation Name) _____ (Document #) **5000058617**
- 2. _____ (Corporation Name) _____ (Document #) **-05/16/96--01130--005**
- 3. _____ (Corporation Name) _____ (Document #) *******35.00 *****35.00**
- 4. _____ (Corporation Name) _____ (Document #)

Walk in Will Wait Pick up time _____

Certified Copy

Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
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OTHER FILINGS	
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<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

CM
RA OK
5-10-96

Examiner's Initials _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

April 8, 1996

GRAND GLOBAL ENTERPRISES, INC.
444 BRICKELL AVENUE
SUITE 51-462
MIAMI, FL 33131

SUBJECT: GRAND GLOBAL ENTERPRISES, INC.
Ref. Number: P95000058617

Our records indicate the registered agent for the above named corporation resigned on March 1, 1996 and that the corporation currently does not have a registered agent designated.

Chapter 607, Florida Statutes, requires this office to give 60 days notice of our intent to dissolve a corporation for failure to appoint and maintain a registered agent.

This letter is our notice of intent to dissolve the above named corporation 60 days from the date of this letter if a registered agent is not properly designated.

Enclosed is registered agent designation application for you to complete and return with a filing fee of \$35.

If you should need any further information, please contact our office at (904) 487-6050.

Carol Mustain
Corporate Specialist

APR 10 1996

APR 10 1996

APR 10 1996

Handwritten: 8-10-96

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: GRAND GLOBAL ENTERPRISES, INC P 95 0000 58617

1b. The mailing address of the corporation is : 444 Brickell Ave., Suite 51-462 Miami, FL 33131

1c. Date of incorporation: Oct 30, 1995 Document number: P 95 0000 58617

2. The name and address of the current registered agent and office:

SARKIS ARSLANIAN 444 Brickell Ave., Suite 51-462 Miami, FL 33131

3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable)

SARKIS ARSLANIAN 444 Brickell Ave., Suite 51-462 Miami, FL 33131

RECEIVED... OFFICE OF THE SECRETARY OF STATE

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

(Signature of an officer, chairman or vice chairman of the board) 4/25/96 (Date)

Sarkis Arslanian, T-D (Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

(Signature of Registered Agent) 4/25/96 (Date)

If signing on behalf of an entity:

(Typed or Printed Name) (Capacity)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314