

190-01-1995 FROM 190-02-000 P.01
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PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- FL 33418-0000
TALLAHASSEE, FL 32399
FAX: (904) 922-4000 CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

((H95000009382))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: H.G. INVESTMENTS, INC.
FAX AUDIT NUMBER: H95000009382 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/24/1995 TIME REQUESTED: 12:03:09
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 8 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

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TALLAHASSEE, FLORIDA

Handwritten signature and date 8/24

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DIVISION OF CORPORATIONS

JAN-01-1988 22:22 FROM

TO

19849224098

P.02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 AUG 21, PM 2:43

FILED

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ARTICLES OF INCORPORATION

OF

H.G. INVESTMENTS, INC.

The undersigned subscribers to these Articles of Incorporation, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: H.G. INVESTMENTS, INC.

ARTICLE II. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business and the general nature of the business to be transacted by this corporation shall include, but not be limited to:

(a) To acquire properties, including farm properties and other real property, by purchase, lease or otherwise, to improve and develop same, and thereon to plant, cultivate, harvest, plants, trees, sod, and all kinds of farm products. In general, to conduct the business of selling land of its own and others, of growing and selling lumber, sod, and other farms products, and to do all things incidental or conducive to the full accomplishment of the foregoing objects.

(b) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description.

This instrument prepared by:
Elliott Harris, Esq.
FBN 097072
111 S.W. 3rd St., 6th Floor
Miami, Florida 33130
(305) 358-1046

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(c) To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida, and in all other states, districts, territories, countries or colonies.

(d) To contract debt and borrow money, issue and call or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

(e) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

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(f) To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, underwrite, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, a scrip, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, choses in action and evidence of indebtedness or interest issued or created by any corporation, joint stock companies, syndicates, associations, firms, trusts, or persons, public or private, or by the government of the United States of America, or by any foreign government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency, and as owner thereof to possess and exercise all the rights, power and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

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(g) In general, to do any or all of the things set forth herein to the same extent as a natural person might or could do in the State of Florida or any part of the world as principals or agents, or otherwise, alone or in company with others, without restriction as to time, place or amount, to carry on any other business in connection with the foregoing purposes, and to have and exercise all of the powers conferred by the laws of Florida upon corporations formed under its laws.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares at \$1.00 par value.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the incorporators or by the directors at a meeting called for such purpose.

The capital stock is being issued pursuant to Section 1244 of the Internal Revenue Code, the pertinent provisions of which are hereby incorporated herein by reference and made a part hereof.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V.

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

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The street address of the initial registered office of this corporation is Sixth Floor McCormick Bldg., 111 S.W. 3rd Street, Miami, Florida 33130 and the name of the initial registered agent of this corporation at that address is Elliott Harris. The board of Directors may, from time to time, move the registered office to any other address in Florida.

The place of business of the corporation shall be at 4490 Jefferson Avenue, Miami Beach, Florida 33140.

ARTICLE VI. DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws, but shall never be less than one (1).

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other

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corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if there were not such director or officer of such other corporation or not so interested.

ARTICLE VII.
INITIAL DIRECTORS AND OFFICERS

The names and street addresses of the initial directors and initial officers of this corporation are:

Michael G. Hendricks
113 Carol Ann Drive
Edgewater, Florida 32132

President and Director

Kenneth Goldring
4490 Jefferson Avenue
Miami Beach, FL 33140

Vice President, Secretary
Treasurer and Director

Elliott Harris
111 S.W. 3rd Street
Sixth Floor
Miami, Florida 33130

Assistant Secretary

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ARTICLE VIII. INCORPORATORS

The name and street address of each of the Incorporators, being subscribers of these Articles of Incorporation are:

ELLIOTT HARRIS
Sixth Floor McCormick Building
111 S.W. Third Street
Miami, Florida 33130

ARTICLE IX.

Kenneth Goldring shall have veto power with regard to decisions of the Board of Directors. No Stock in the corporation shall be transferred to a person who is not already a stockholder unless the stock shall have been first offered in writing for sale to each of the other stockholders of the corporation at the same price and on the same terms as would govern upon a transfer to a person not a stockholder. The written offer shall set forth the price and terms and shall be sent by certified mail, return receipt requested, to each stockholder at the address listed on the corporation's books. The right to transfer the stock to a person not a stockholder refuse the offer made as provided above or until they fail for a period of 30 days after receipt of the written offer to accept the same by compliance with the terms therein set forth. Regulations as to the formalities and procedure to be followed in effecting the transfer shall be prescribed in the By-Laws of the corporation.

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ARTICLE X.

Elliott Harris, having been named to accept service of process for this corporation, at the place designated in the Articles of Incorporation, hereby agrees to act in the capacity of Registered Agent, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.


ELLIOTT HARRIS

IN WITNESS WHEREOF, the undersigned incorporator has subscribed to these Articles of Incorporation this 23rd day of August, 1995.


ELLIOTT HARRIS, Incorporator

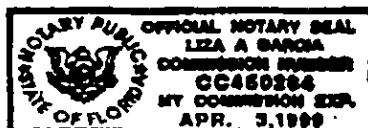
STATE OF FLORIDA)
SS.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared ELLIOTT HARRIS, who is personally known to me and who, being by me first duly sworn, states under oath that the facts contained in the foregoing Articles of Incorporation are true and that he executed the same for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 23rd day of August, 1995.


NOTARY PUBLIC, State of Florida

My commission expires:



1

APPROVED
AND
FILED

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State
DIVISION OF CORPORATIONS

H96000012777 SEP -6 PM 4:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P95600065733

1. Corporation Name

H.G. INVESTMENTS, INC.

Principal Place of Business Mailing Address

4490 Jefferson Avenue
Miami Beach, FL 33140

If above addresses are incorrect in any way, line through incorrect information and enter correction below.

2. New Principal Office Address, If Applicable		3. New Mailing Address, If Applicable	
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
City & State		City & State	
Zip	Country	Zip	Country

4. Date Incorporated or Qualified To Do Business in Florida	
8/24/1995	
5. FEI Number	Applied For
65-0613104	Not Applicable
6. CERTIFICATE OF STATUS DESIRED <input checked="" type="checkbox"/>	

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)			
1. Title(s)	2. Name of Officers and/or Directors	3. Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4. City / State / Zip
PD	Michael G. Hendricks	113 Carol Ann Drive	Edgewater, FL 32132
VSTD	Kenneth Goldring	4490 Jefferson Ave.	Miami Beach, FL 33140
S	Elliott Harris	111 S.W. 3rd St., 6th Floor	Miami, FL 33130

REINSTATEMENT 96
SCC 9-6 file

8. Name and Address of Current Registered Agent Elliott Harris 111 S.W. 3rd St. Miami, FL 33130	9. Name and Address of New Registered Agent Name Kenneth Goldring Street Address (P.O. Box Number is Not Acceptable) 3740 N.W. 78th St. Suite, Apt. #, Etc. City Miami State FL Zip Code 33147
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10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0503, F.S.

Signature of Registered Agent _____ Date 8/29/96

REGISTERED AGENT MUST SIGN

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☒ No ☐ (See other side for information on intangible tax.)

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE: _____
Signature and Typed or Printed Name of Signing Officer or Director
Prepared by: Kenneth Goldring 3740 N.W. 78th St. Miami, FL 33147 Date 8/29/96 Daytime Phone # _____

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9/06/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

9:25 AM

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LINDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)592-9591

NAME: H.G. INVESTMENTS, INC.

AUDIT NUMBER.....H96000012447

DOC TYPE.....CORPORATION REINSTATEMENT

CERT. OF STATUS..1

PAGES..... 1

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$383.75

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9/06/96

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TALLAHASSEE, FLORIDA