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NAME: PINEY CREEK, INC.  
FAX AUDIT NUMBER: H90000000351  
DATE REQUESTED: 01/08/1990  
CERTIFIED COPIES: 1  
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**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

January 9, 1996

**EMPIRE CORPORATE KIT COMPANY**

**MIAMI, FL A**

**SUBJECT: PINEY CREEK, INC.**  
**REF: W96000000626**

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Please list only ONE Registered Agent Name in Article V.

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.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6934.

Loria Poole  
Corporate Specialist

FAX Aud. #: H96000000351  
Letter Number: 296A00000967

JAN-09-1996 14:09

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Prepared by: **LYDIA P. HERNANDEZ, ESQUIRE**  
7800 West 20th Avenue, #223  
Miami, Florida 33016  
(305) 888-8300  
Fla. Bar #354320

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05 JAN -9 PM 4:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
NEW RIVER HOLDING, INC.**

The undersigned incorporator(s) hereby forms the following corporation under the laws of the State of Florida:

**ARTICLE I  
NAME**

The name of this corporation is  
**NEW RIVER HOLDING, INC.**

**ARTICLE II  
PURPOSE**

The corporation is organized to engage in any and all business permitted under the laws of the State of Florida.

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**ARTICLE III  
CAPITAL STOCK**

The maximum number of shares of stock which this corporation is authorized to issue is 100 shares of no par value, common stock. Said shares of stock may be issued only for board of directors.

**ARTICLE IV  
TERM OF EXISTENCE**

This Corporation is to exist perpetually from the date the laws of the State of Florida.

**ARTICLE V  
REGISTERED AGENT AND OFFICE**

The Initial Registered Agent and the street address of the initial registered office of this corporation shall be:

**NAME:**

**ADDRESS:**

Armando R. Rodriguez  
and  
Susana M. Rodriguez

1970 West 84th Street, Hialeah, Florida

**ARTICLE VI  
DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be changed from time to time in accordance with by-law adopted by the directors, but number shall never be less than one (1). The name and street address the initial directors of the corporation are:

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**NAME:**

**ADDRESS:**

Armando R. Rodriguez  
and  
Susana M. Rodriguez

1970 West 84th Street, Hialeah, Florida

**ARTICLE VII**

**INCORPORATORS**

The name and street address of the incorporator(s) are:

**NAME:**

**ADDRESS:**

Armando R. Rodriguez  
and  
Susana M. Rodriguez

1970 West 84th Street, Hialeah, Florida

**ARTICLE VIII**

**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 right to purchase his others.

**ARTICLE IX**

**CUMULATIVE VOTING**

At each election for Directors, cumulative voting by Shareholders as set forth in Florida Statutes, Chapter 607.097(4) shall be allowed.

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ARTICLE X  
PRINCIPAL PLACE OF BUSINESS

1970 West 84th Street, Hialeah, Florida

ARTICLE XI  
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign an written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

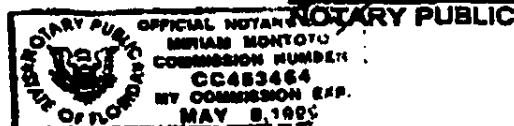
IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hands and seals this 8th day of Jan. 1996.

Armando Rodriguez  
ARMANDO R. RODRIGUEZ

Susana M. Rodriguez  
SUSANA M. RODRIGUEZ

STATE OF FLORIDA     )  
COUNTY OF DADE     )

The foregoing instrument as acknowledged before me this 8th day of Jan. 1996 by Armando R. Rodriguez and Susana M. Rodriguez, who have executed the foregoing instrument and produced identification and who did take an oath.



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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation, at the place designed in these Articles, I hereby accept this appointment and agree to comply with the keeping open said office.

Armando Rodriguez  
ARMANDO R. RODRIGUEZ

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TALLAHASSEE, FLORIDA

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