

P96000011293

8230 SW 62 Ct
Miami, FL 33143

City/State/Zip Phone #

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 #)

RECEIVED
MAY 11 1996
STATE OF FLORIDA
CORPORATION SERVICES

- 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 type="checkbox"/>	Amendment
<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

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*****70.00 *****70.00

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

789-634-671
W96-1094

Examiner's Initials g 2/6/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
96 FEB - 6 10:10:52

January 16, 1996

GIROMAN INTERNATIONAL, INC.
8230 SOUTHWEST 62 COURT
MIAMI, FL 33143

SUBJECT: GIROMAN INTERNATIONAL, INC.
Ref. Number: W96000001094

We have received your document for GIROMAN INTERNATIONAL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 196A00001871

96 FEB - 6 AM 10:52

**ARTICLES OF INCORPORATION
OF
GIROMAN INTERNATIONAL, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

GIROMAN INTERNATIONAL, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 8230 SW 62nd Court, Miami, FL 33143 and the name of the initial Registered Agent for the corporation at that address is Katerina Velikopoljski.

ARTICLE V - SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether than in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII - SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director of directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation of the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

The Board of Directors will be voted by shareholders on a special meeting presented by the Registered Agent on advised date. The initial shareholder with 100% of the shares for the corporation is the Registered Agent: Katerina Velikopoljski.

ARTICLE IX - INCORPORATOR(S)

Principal Address and Registered Offices are the same
The name and address of the incorporates are: *as listed below.*

Katerina Velikopoljski 8230 SW 62nd Court
Miami, FL 33143

The undersigned have executed these Articles of Incorporation this
January 03, 1996



Katerina Velikopoljski/ Registered Agent

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

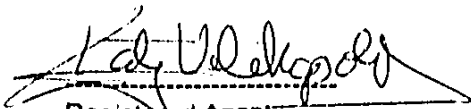
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **GIROMAN INTERNATIONAL, INC.**

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

same as principal's address.

**Katerina Velikopoljski
8230 SW 62nd Court
Miami, FL 33143**


Registered Agent
1/3/96

OFFICE OF
NOTARY PUBLICS
STATE OF FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.


Katerina Velikopoljski
Registered Agent

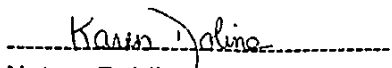
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this **January 03, 1996**.


Incorporator

Incorporator

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was executed and acknowledge before me this **January 03, 1996** by Katerina Velikopoljski.


Notary Public
State of Florida

My commission expires:

