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PROSECUTOR  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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CUSTOMER: Gudrun Pl. Nickel, Esq.  
GUDRUN PL. NICKEL, ESQ

Suite 2000  
350 Fifth Avenue South  
Naples, FL 33940

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DOMESTIC FILING

NAME: HGF ENTERPRISES, INC.  
FL

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cynthia A Helentjaris

EXAMINER'S INITIALS:

RECEIVED  
96 MAR 12 AM 9:18  
DIVISION OF CORPORATION

3-13-96  
KH

**ARTICLES OF INCORPORATION  
OF  
HGF ENTERPRISES, INC.**

**FILED**

**96 MAR 12 AM 8:07**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

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

**ARTICLE I - Name**

The name of the corporation is **HGF ENTERPRISES, INC.** The principal place of business of the corporation is 4829 S.W. 24th Avenue, Cape Coral, Florida 33914. The mailing address of the corporation is 4829 S.W. 24th Avenue, Cape Coral, Florida 33914.

**ARTICLE II - Commencement and Duration**

The corporation is to commence its corporate existence on the date of filing, and shall exist perpetually thereafter until dissolved according to law.

**ARTICLE III - Purpose**

The corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV - Stated Capital - Classes of Stock**

The corporation is authorized to issue 1000 shares of common stock at \$1.00 par value.

**ARTICLE V - Special Provisions**

The corporation hereby makes the IRC 1244 election.

**ARTICLE VI - Stock Ownership**

In the event stock is held jointly by more than one person or entity, one owner of that jointly-held stock shall be designated as the owner authorized to cast his or her vote.

**ARTICLE VII - Board of Directors**

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall initially be managed under the direction of, the board of directors of corporation. There shall be two (2) initial directors as follows:

GABRIELE FUNK

Finesweg 8  
47661 Issum, GERMANY

HORST FUNK

Same

#### **ARTICLE VIII - Officers**

The initial officer(s) of the corporation shall be as follows:

HORST FUNK

- President

GABRIELE FUNK

- Vice President/Secretary/Treasurer

#### **ARTICLE IX - Indemnification**

The corporation shall indemnify any officer or director, or person exercising powers and duties of an officer or director, to the full extent now or hereafter permitted by law.

#### **ARTICLE X - Bylaws**

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

#### **ARTICLE XI - Pre-emptive Rights**

Every shareholder, upon the issuance 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 pro rata share at the price at which it is offered to others.

#### **ARTICLE XII - Amendment**

The Articles of Incorporation may be amended at any time pursuant to the requirements of Florida Statutes, at any regular meeting or at a special meeting called for that purpose.

#### **ARTICLE XIII - Incorporator**

The name and address of the Incorporator to these articles of incorporation is:

GUDRUN MARIA NICKEL, P.A.

350 Fifth Ave. S. #200  
Naples, Florida 33940

ARTICLE XIV - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 1201 Hayes Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is CORPORATION SERVICE COMPANY.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of incorporation this 8th day of March, 1996.

GUDRUN MARIA NICKEL, P.A.

by: Gudrun M. Nickel

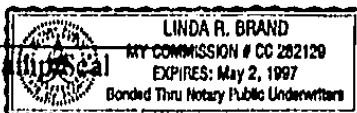
STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was subscribed to before me this 8th day of March, 1996, by Gudrun M. Nickel, of Gudrun Maria Nickel, P.A., to me personally known (or who produced \_\_\_\_\_ as identification), who stated under oath that he is the person described in and who executed said instrument for the purposes therein expressed.

My Commission Expires:

Linda F. Brand  
Notary Public

Notary Seal



LINDA R. BRAND

Type or Print Notary Name

Notary Number: \_\_\_\_\_

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap

Laura R. Dunlap, As agent