

P96000047883

BADIR, MILLER & WEDNER, P.A.
ATTORNEYS AT LAW

2000 E. OCEAN BLVD. SUITE 1000
MIAMI, FLORIDA 33139-4000
TELEPHONE (305) 372-1500
TELEFAX (305) 372-1501

May 21, 1996

Via Regular Mail

Florida Secretary of State
Division of Corporations
P.O. Box 0827
Tallahassee, Fla. 32314

2000011846062
05/01/96--01050--004
****122.50 ****122.50

Re: **STIMINVEST & HOLDINGS, INC.**

Dear Sirs:

Enclosed herewith please find an original and one copy of the Articles of Incorporation and Acceptance by the Registered Agent relative to the above cited company together with our check in the amount of \$122.50 corresponding to what we understand to be the filing fee and the return of a certified copy. Please arrange for such filing as soon as possible, thereafter returning the enclosed copy to us evidencing the date of incorporation.

Should you have any questions relative to the foregoing, please let us know.

Sincerely yours,


Karin L. Huget

Encl.

JUN 5 1996

BSB

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JUN 31 PM 4:29

ARTICLES OF INCORPORATION
OF
STIMINVEST & HOLDINGS, INC.

FILED
JUN 30 1968
S6 MAY 31 PM 4:29
TALLAHASSEE, FLORIDA

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:

STIMINVEST & HOLDINGS, INC.

The principal place of business of this corporation shall be 100 N. Biscayne Blvd., 21st Floor New World Tower, Miami, FL 33132-2306.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, 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 1000 shares of common stock having \$.10 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 100 N. Biscayne Blvd., 21st Floor New World Tower, Miami, FL 33132.

The name of the initial registered agent of the corporation at that address is Karin L. Huget.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have one director, initially. The name and street address of the initial member of the Board of Directors is:

RADIM KIEZLER
C/O Burr, Miller & Webner, P.A.
21st Floor New World Tower
100 N. Biscayne Blvd.
Miami, FL 33132-2906

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Karin L. Huget
100 N. Biscayne Blvd.
21st Floor New World Tower
Miami, FL 33132

IN WITNESS WHEREOF, the undersigned incorporator has executed
these Articles for the uses and purposes therein stated.


Karin L. Huget
Incorporator

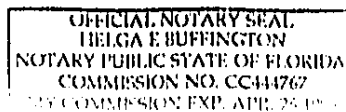
STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, on this 21st day of May, 1990, personally appeared Karin L. Hugot, to me well known to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

Debra E. Buffington
Notary Public

My commission expires:



STIMINVEST & HOLDINGS, INC.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, KARIN L. HUGOT, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 807.325, Florida Statutes.

DATED this 21st day of May, 1996.


Karin L. Hugot

FILED
26 MAY 31 PM 6:29
TALLAHASSEE, FLORIDA

P96000047883

BAUR, MILLER & WEBNER, P.A.
ATTORNEYS AT LAW

30TH FLOOR NEW WORLD TOWER
100 NORTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33139-2100

TELEPHONE (305) 377-3954
TELEFAX (305) 474-6350

October 17, 1996

Via Regular Mail

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

7000001500137-7
-10/29/96--01052--004
*****43.75 *****43.75

Re: Stiminvest & Holdings, Inc.
Document No. P96000047883
Articles of Amendment

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Amendment to the Articles of Incorporation for the above-captioned corporation. After the name of the corporation has been changed, please send me a Certificate of Good Standing for the new company.

I also enclose our firm's trust account check in the amount of \$43.75, which amount represents the \$35.00 filing fee for the Articles of Amendment, and the \$8.75 fee for the Certificate of Good Standing.

Thank you.

Very truly yours,


Karin A. Huget

FILED
96 OCT 28 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH 10/31

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
STIMINVEST & HOLDINGS, INC.
(present name)**

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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)

- a) The corporation shall change its name to "StimFin Inc.".
- b) The corporation shall remove its current director:

Radim Kiezler
c/o Baur, Miller & Webner, P.A.
21st Floor, New World Tower
100 North Biscayne Boulevard
Miami, Florida 33132

- c) The corporation shall appoint as its director:

Roman Tuser
c/o Baur, Miller & Webner, P.A.
21st Floor, New World Tower
100 North Biscayne Boulevard
Miami, Florida 33132

- d) The corporation shall appoint as its officers:

President, Vice-President, Treasurer: Roman Tuser
c/o Baur, Miller & Webner, P.A.
21st Floor, New World Tower
100 North Biscayne Boulevard
Miami, Florida 33132

Secretary: Marketa Trekova
c/o Baur, Miller & Webner, P.A.
21st Floor, New World Tower
100 North Biscayne Boulevard
Miami, Florida 33132

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:

N/A

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95 OCT 28 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIRD: The date of each amendment's adoption: October 17, 1996.

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 17th day of October, 1996.

Signature

Karin L. Huget as Incorporator
(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)

Karin L. Huget

Typed or printed name

Incorporator

Title

P96000047883

JAMES M. HUGET, JR., P.A.
ATTORNEY AT LAW

KARIN L. HUGET, J.D.

November 8, 1996

21ST FLOOR NEW WORLD TOWER
100 NORTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33139-2800
TELEPHONE (305) 377-3881
TELEFAX (305) 371-4380

Via Regular Mail

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

Re: Stimfin Inc.
Document No. P96000047883
Articles of Amendment

8000002003359--4
-11/13/96--01158--005
*****43.75 *****43.75

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Amendment to the Articles of Incorporation for the above-captioned corporation. After the name of the corporation has been changed, please send me a Certificate of Good Standing for the new company.

I also enclose our firm's trust account check in the amount of \$43.75, which amount represents the \$35.00 filing fee for the Articles of Amendment, and the \$8.75 fee for the Certificate of Good Standing.

Thank you.

Very truly yours,


Karin L. Huget

FILED
96 NOV 13 PM 2:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Amend. & N/C

VS NOV 22 1996

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
STIMFIN INC.
(present name)

FILED
96 NOV 13 PM 2:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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 I.

The corporation shall change its name to "Capital Growth Partners Corporation".

ARTICLE VI.

The corporation shall add the following directors:

Radim Kiezler
c/o Baur, Miller & Webner, P.A.
21st Floor, New World Tower
100 North Biscayne Boulevard
Miami, Florida 33132

Emanuel Tellinger
c/o Baur, Miller & Webner, P.A.
21st Floor, New World Tower
100 North Biscayne Boulevard
Miami, Florida 33132

The corporation shall appoint as its officers:

President, Secretary, Treasurer: Radim Kiezler
c/o Baur, Miller & Webner, P.A.
21st Floor, New World Tower
100 North Biscayne Boulevard
Miami, Florida 33132

Vice-President: Roman Tuser
c/o Baur, Miller & Webner, P.A.
21st Floor, New World Tower
100 North Biscayne Boulevard
Miami, Florida 33132

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:

N/A

THIRD: The date of each amendment's adoption: November 8, 1996.

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 8th day of November, 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)

Karin L. Huget

Typed or printed name

Incorporator

Title