

SENT BY:

0-7-00 10:44

GEIGER KASDIN -

# 1 / 4

4/1/85

*Handwritten signature: H96000008062*

6/07/96

FLORIDA DIVISION OF CORPORATIONS

4:40 PM

((H96000008062))

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399

FAX: (904) 922-4000

FROM: GEIGER, KASDIN, HELLER, KUPERSTEIN  
1428 BRICKELL AVE  
6TH FLOOR  
MIAMI FL 33131-  
CONTACT: BEVERLY O RIEDY  
PHONE: (305) 372-5000  
FAX: (305) 372-0052

((H96000008062))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GISELLE INVESTMENTS, INC.  
FAX AUDIT NUMBER: H96000008062  
DATE REQUESTED: 06/07/1996  
CERTIFIED COPIES: 1  
NUMBER OF PAGES: 3  
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED  
TIME REQUESTED: 16:40:44  
CERTIFICATE OF STATUS: 0  
METHOD OF DELIVERY: FAX  
ACCOUNT NUMBER: 076030000723

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000008062))

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

Alt-Z FOR HELP VT102 \* FDX \* 9600 E71 \* LOG CLOSED \* PRINT OFF \*

6/07/96

FLORIDA DIVISION OF CORPORATIONS

4:40 PM

((H96000008062))

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399

FAX: (904) 922-4000

FROM: GEIGER, KASDIN, HELLER, KUPERSTEIN  
1428 BRICKELL AVE  
6TH FLOOR  
MIAMI FL 33131-  
CONTACT: BEVERLY O RIEDY  
PHONE: (305) 372-5000  
FAX: (305) 372-0052

((H96000008062))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GISELLE INVESTMENTS, INC.  
FAX AUDIT NUMBER: H96000008062  
DATE REQUESTED: 06/07/1996  
CERTIFIED COPIES: 1  
NUMBER OF PAGES: 3  
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED  
TIME REQUESTED: 16:40:44  
CERTIFICATE OF STATUS: 0  
METHOD OF DELIVERY: FAX  
ACCOUNT NUMBER: 076030000723

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000008062))

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

Alt-Z FOR HELP VT102 \* FDX \* 9600 E71 \* LOG CLOSED \* PRINT OFF \*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
96 JUN 10 AM 11:45  
FILED

DIVISION OF CORPORATIONS

96 JUN 10 AM 7:57

RECEIVED

*Handwritten signature*

SENT BY:

6-7-06 10:45

GEIGER KASDIN

10 2/4

PA# H96- 8062

**ARTICLES OF INCORPORATION OF  
GIBELLE INVESTMENTS, INC.**

I, the undersigned natural person, competent to contract, acting as incorporator of the corporation described herein (the "Corporation") under the General Corporation Law of the State of Florida, make, subscribe, acknowledge and file the following Articles of Incorporation for the Corporation.

**ARTICLE I**

**NAME**

The name of the Corporation is:

**GIBELLE INVESTMENTS, INC.**

**ARTICLE II**

**GENERAL NATURE OF BUSINESS**

The general nature of the business to be transacted is:

To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

**ARTICLE III**

**CAPITAL STOCK**

The amount of authorized capital stock which this corporation shall have authority to issue is One Hundred (100) shares of common stock, having One Dollar (\$1.00) Par Value.

**ARTICLE IV**

**INITIAL CAPITAL**

The amount of capital with which the Corporation will begin business shall not be less than One Hundred Dollars (\$100.00).

Thomas J. Palmieri, Esquire  
1428 Brickell Avenue, Sixth Floor  
Miami, Florida 33131  
Florida Bar No. 242047  
Telephone (305)372-5000  
Telefax (305)372-0082

PA# H96- 3062

96 JUN 10 AM 11:45  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FA# H96- 0062

**ARTICLE V**  
**CORPORATE EXISTENCE**

The Corporation is to have perpetual existence.

**ARTICLE VI**  
**PRINCIPAL OFFICE**

The street address of the principal office of the Corporation in the State of Florida is 1428 Brickell Avenue, Sixth Floor, Miami, Florida 33131 .

**ARTICLE VII**  
**NUMBER OF DIRECTORS**

The number of directors of the Corporation shall be set from time to time by the By-laws, but shall be at least two (2). The initial Board of Directors shall consist of the following persons:

Marcia Pulgnau  
1428 Brickell Avenue  
Sixth Floor  
Miami, Florida 33131

Thomas J. Palmieri  
1428 Brickell Avenue  
Sixth Floor  
Miami, Florida 33131

**ARTICLE VIII**  
**SUBSCRIBER**

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

Thomas J. Palmieri  
1428 Brickell Avenue  
Sixth Floor  
Miami, Florida 33131

**ARTICLE IX**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is: 1428 Brickell Avenue, Sixth Floor, City of Miami, County of Dade, State of Florida, and the name of the initial registered agent of the Corporation at that address is: Thomas J. Palmieri.

**ARTICLE X**  
**INDEMNIFICATION**

To the full extent permitted by law, the Corporation shall indemnify each person made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including one in the right of the Corporation to procure a judgment in its favor) by reason of the fact that he, or his testator or intestate, is or was a director, officer, employee or agent of the Corporation or served any other corporation, partnership, joint venture, trust or other enterprise in any capacity, at the request of the Corporation.

IN WITNESS WHEREOF, I do make and subscribe these Articles of Incorporation on this 7th day June, 1998.

  
THOMAS J. PALMIERI

SENT BY:

0-7-86 16:53

GEIGER KASDIN

10 4/ 6

FA# H96-8062

STATE OF FLORIDA )  
                          )SS  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me by THOMAS J. PALMIERI, Individually. He is personally known to me and did take oath, this 7th day of June, 1986.

*Mabel C. Cardona*

Mabel C. Cardona  
Notary Public, State of Florida  
at Large

NOTARIAL NOTARY SEAL  
MABEL C. CARDONA  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC435737  
MY COMMISSION EXPIRES APR 19, 1991

My Commission expires

**ACKNOWLEDGMENT BY REGISTERED AGENT**

Having been named to accept service of process for the above-stated Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the applicable provisions of all pertinent legislation.

By:

*Thomas J. Palmieri*

THOMAS J. PALMIERI  
Registered Agent

FILED  
96 JUN 10 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA