

P 96 000 0643 67

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: GEJ Real Estate
Enterprises, Inc.

- | | | |
|---|--|--|
| ☐ Capital Express™ | | |
| ☒ Art. of Inc. Filing | | |
| ☐ Corp. Record Search | | |
| ☐ Ltd. Partnership Filing | | |
| ☐ Foreign Corp. Filing | | |
| ☒ () Cert. Copy(s) | | |
| ☐ Art. of Amend. Filing | | |
| ☐ Dissolution/Withdrawal | | |
| ☐ C U S. | | |
| ☐ Fictitious Name Filing | | |
| ☐ Name Reservation | | |
| ☐ Annual Report/Reinstatement | | |
| ☐ Reg. Agent Service | | |
| ☐ Document Filing | | |
| ☐ Corporate Kit | | |
| ☐ Vehicle Search | | |
| ☐ Driving Record | | |
| ☐ Document Retrieval | | |
| ☐ UCC 1 or 3 Filing | | |
| ☐ UCC 11 Search | | |
| ☐ UCC 11 Retrieval | | |
| ☐ Filing No.'s, Copies | | |
| ☐ Courier Service | | |
| ☐ Shipping/Handling | | |
| ☐ Phone () | | |
| ☐ Top Priority | | |
| ☐ Express Mail Prep. | | |
| ☐ FAX () pgs. | | |

O.C. FEE. 1
DISBURSED
00300
00300

0030015112849
08/01/96-01018-012
***122.50 ***122.50

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

REQUEST TAKEN CONFIRMED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN
Will Pick Up 8/1 12:00

ARTICLES OF INCORPORATION

OF

G & J REAL ESTATE ENTERPRISES, INC.

The undersigned, being a natural person, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida General Corporation Act.

FIRST: The name of the corporation (hereinafter called the corporation) is
G & J REAL ESTATE ENTERPRISES, INC.

SECOND: The duration of the corporation shall be perpetual.

THIRD: The purposes for which the corporation is initially organized, which shall continue to be the purpose of the corporation until and if the same shall be amended pursuant to the provisions of the Florida General Corporation Act, and which shall include the authority of the corporation to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, are as follows:

To devise, invent, manufacture, fabricate, assemble, install, service, maintain, alter, buy, sell, import, export, license as licensor or licensee, lease as lessor or lessee, distribute, job, enter into, negotiate, receive, grant, and assign licensing arrangements, options in and with, at wholesale and retail, as principal, and as sales, business, special, or general agent, representative, broker, factor, merchant, distributor, jobber, advisor, and in any other lawful improved, finished, processed, and other real, personal, and mixed property of any and all kinds, together with the components, resultants, and by-products thereof; to acquire by purchase or otherwise own, hold, lease, mortgage, sell, or otherwise dispose of, erect, construct, make, alter, enlarge, improve, and to aid or subscribe toward the construction, acquisition or improvement of any factories, shops, storehouses, buildings, and commercial and retail establishments of every character including all equipment, fixtures, machinery, implements and supplies necessary, or incidental to, or connected with, any of the purposes or business of the corporation; and generally to perform any and all acts connected therewith or arising therefrom or incidental thereto, and all acts proper or necessary for the purpose of the business.

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9 AUG -1 PM 12:00
CLERK OF DISTRICT COURT
FLORIDA

To engage generally in the real estate business as principal, agent, broker, and in any lawful capacity, and generally to take, lease, purchase or otherwise acquire, and to own, use, hold, sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and otherwise handle, manage, operate, deal in and dispose of real estate, real property, lands, multiple-dwelling structures, houses, buildings and other works and any interest or right therein; to take, lease, purchase or otherwise acquire, and to own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, or otherwise handle, and deal in and dispose of, as principal, agent, broker, and in any lawful capacity, such personal property, chattels, chattels real, rights, easements, privileges, lawfully be acquired, held, or to dispose of; and to acquire, purchase, sell, assign, transfer, dispose of, and generally deal in and with, as principal, agent, broker, and in any lawful capacity, mortgages and other interests in real, personal, and mixed properties; to carry on a general construction, contracting, building, and realty management business as principal, agent, representative, contractor, subcontractor, and in any other lawful capacity.

To apply for, register, obtain, purchase, lease, take licenses in respect of or otherwise acquire and to hold, own, use, operate, develop, enjoy, turn to account, grant licenses and immunities in respect of, manufacture under and to introduce, sell, assign, mortgage, pledge or otherwise dispose of, and, in any manner deal with and contract with reference to:

(a) inventions, devices, formulae, processes and any improvements and modifications thereof;

(b) letters, patent, patent rights, patented processes, copyrights, designs, and similar rights, trademarks, trade symbols and other indications of origin and ownership granted by or recognized under the laws of the United States of America or of any state or subdivision thereof, or of any foreign country or sub-division thereof, and all rights connected therewith or appertaining thereunto;

(c) franchises, licenses, grants and concessions.

To have all of the powers conferred upon corporations organized under the Florida General Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100 all of which shall have a par value of \$.10 and are of the same class and are to be common shares.

FIFTH: No holder of any of the shares of any class of the corporation shall be entitled as of right to subscribe for, purchase, or otherwise acquire any shares of any class of the corporation which the corporation proposes to issue or any rights or options which the corporation proposes to grant for the purchase of any shares, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights, to subscribe for, purchase, or otherwise acquire shares of any class of the corporation; and any and all of such shares, bonds, securities or obligations of the corporation, whether now or hereafter authorized or created, may be issued, or may be reissued or transferred if the same have been re-acquired and have treasury status, and any and all of such rights and options may be granted by the Board of Directors to such persons, firms, corporations and associations, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine, without first offering the same, or any thereof, to any said holder.

SIXTH: The address of the initial business office of the corporation in the State of Florida is: 4300 NW 32nd Avenue
Miami, FL 33142

County of Dade, State of Florida; and the name of the initial registered agent of the corporation is: Michael D. Felton, P.A.
whose address is: 2701 LeJeune Road, Suite 405
Coral Gables, FL 33134

SEVENTH: The number of directors constituting the initial Board of Directors of the corporation is:

One (1)

The name and address of each person who is to serve as a member of the initial Board of Directors of the corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Guillermo Cuervo	4300 NW 32nd Avenue, Miami, FL 33142

EIGHTH: The name and address of the incorporator is as follows:

NAME

ADDRESS

Jackie Cuervo

4300 NW 32nd Avenue
Miami, FL 33142

NINTH:

1) Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, dividends may be declared and paid in cash out of the depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida General Corporation Act.

2) The corporation shall, to the fullest extent permitted by the provisions of the Florida Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters provided for herein, and this provision shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-Law, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

J. Cuervo
Incorporator, Jackie Cuervo

STATE OF FLORIDA)

COUNTY OF DADE)

On this 31 day of July, 1996, before me, a Notary Public,
in and for the State and County aforesaid, personally appeared Jackie Cuervo,
who is to me known to be the person named as the Incorporator in the foregoing Articles
of Incorporation, and who duly acknowledged before me that he/she signed said Articles
of Incorporation as the Incorporator of the corporation.

IN WITNESS WHEREOF, I have placed my hand and seal of office on the day
and year aforementioned above.


NOTARY PUBLIC AT LARGE
State of Florida

My Commission Expires:



LIANA M FEHL
My Commission CC332397
Expires Nov. 28, 1997
Bonded by HAI
800-422-1888

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST--THAT G & J REAL ESTATE ENTERPRISES, INC.
Name of Corporation

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,
WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF Miami
City

STATE OF FLORIDA, HAS NAMED:
Florida

Michael D. Felton, P.A. LOCATED AT
(Name of Resident Agent)

2701 LeJeune Road, Suite 405, Coral Gables, FL 33134
(Street Address and Number of Building, Post Office Box Addresses are not acceptable)

CITY OF Miami, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: [Signature]
(Corporate Officer) JACKIE CUERVO

TITLE: Vice President

DATE: July 31, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO
ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF
ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE [Signature]
(Resident Agent)

DATE: 7/31/96

FILED
CLERK OF DISTRICT COURT
JUL 31 1996
MIAAMI, FLORIDA