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796 FLORIDA DIVISION OF CORPORATIONS 2:03 PM
PUBLIC ACCESS SYSTEM
((H96000011764))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: FAB-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166-
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
FAX: (904) 922-4000 PHONE: (305) 599-0839
FAX: (305) 592-9591
(((H96000011764))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GROOVE BAY, CORP.
FAX AUDIT NUMBER: H96000011764 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/22/1996 TIME REQUESTED: 14:03:25
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 1
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96 AUG 22 PM 5:00
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TALLAHASSEE, FLORIDA

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Handwritten date: 8/22

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96 AUG 22 PM 3:13
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

GROOVE BAY, CORP.

FILED
96 AUG 22 PM 5:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **GROOVE BAY, CORP.**

The principal place of business of this corporation shall be: **4150 N.W. 7th St. Suite 207**
Miami, FL 33134

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: **100 Shares at \$1.00 Par Value.**

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Humberto Fontana **4150 N.W. 7th St. Suite 207**
 Miami, FL 33134

Enrique Fernandez **4150 N.W. 7th St. Suite 207**
 Miami, FL 33134

Prepared by: **Enrique Fernandez**
4150 N.W. 7th St. Suite 207
Miami, FL 33134
(305) 617-2770

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Enrique Fernandez 4150 N.W. 7th St. Suite 207
Miami, Fl 33134

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 22nd day of August, 1996

Signature(s) of Incorporator(s)



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

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: GROOVE BAY, CORP.

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

Enrique Fernandez 4150 N.W. 7th St. Suite 207
(P.O. BOX NOT ACCEPTABLE)

Miami, Fl 33134

(CITY/STATE/ZIP)

SIGNATURE

(corporate officer)

TITLE

DIRECTOR

DATE

08/22/96

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE

08/22/96

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

29 AUG 22 PM 5:00

FILED

REGISTERED AGENT FILING FEE: