

SEP-30-1996
9/27/96

EMPIRE CORPORATE KIT

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FAX #: (904) 922-4001
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305) 541-3694 FAX #: (305) 541-3770

NAME: G.C. STIEF & SONS, INC.
AUDIT NUMBER.....H96000013641
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CRRT. OF STATUS..0 PAGES.....4
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SEP-30-1996 12:34

EMPIRE CORPORATE KIT

P.81/85



FLORIDA DEPARTMENT OF STATE
Sandra B. Martham
Secretary of State

September 30, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: G.C. STIEF & SONS, INC.
REF: WB6000020596

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

PLEASE ENLARGE THE PREPARER'S STATEMENT.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: E96000013641
Letter Number: 596A00044714

SEP-30-1996 12:39

EMPIRE CORPORATE KIT

P.03/05

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF
G.C. STIEF & SONS, INC.

ARTICLE I - NAME

The name of this corporation shall be:

G.C. STIEF & SONS, INC.

The initial principal office location shall be at:

318 South Flamingo Road
Pembroke Pines, Florida 33027

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of filing these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 318 South Flamingo Road, Pembroke Pines, Florida 33027 and the name of the initial registered agent is Gina Stief.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name(s) and address(es) of the initial Board of Directors of this corporation is (are):

John P. Frank, Esq.
632 N.E. 3rd Avenue
Ft. Lauderdale, Florida 33301
(754) 662-6626
FAX: 661211

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H96000013641

SEP-30-1996 12:39

EMPIRE CORPORATE KIT

P.04/85

H96000013648

NAME

Gina Colanzi Stief

ADDRESS

318 S. Flamingo Road
Pembroke Pines, Florida 33027

Robert Peter Stief

318 S. Flamingo Road
Pembroke Pines, Florida 33027

ARTICLE VII - INCORPORATORS

The name and address of each person signing these Articles of Incorporation are:

NAME

Gina Colanzi Stief

ADDRESS

318 S. Flamingo Road
Pembroke Pines, Florida 33027

ARTICLE VII - AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27th day of September, 1996.

Gina Colanzi Stief
Incorporator:

STATE OF FLORIDA
COUNTY OF BROWARD

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, in the state and County set forth above, personally appeared Gina Colanzi Stief known to me to be the person described in and who executed the foregoing Articles of Incorporation, who acknowledged before me that he executed same, that he is personally known to me, and that an oath was not taken.

Witness my hand and official seal in the County and State last aforesaid this 27th day of September, 1996.

NOTARY PUBLIC:

sign _____
print _____

State of Florida at Large (Seal)
My Commission Expires:



JOHN P. PROKON
Notary Public
State of Florida
Commission No. 0000000000
Expires Feb. 17, 1998
Commissioner of
State of Florida
000-000-0000

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SEP-30-1996 12:39

EMPIRE CORPORATE KIT

P.85/85

H96000013641

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

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

THAT G.C. STIEF & SONS, INC. DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH IT'S PRINCIPAL PLACE
OF BUSINESS IN THE CITY OF PEMBROKE PINES, STATE OF FLORIDA, HAS
NAMED Gina Stief LOCATED AT 218 South Flamingo Road, Pembroke
Pines, FLORIDA AS IT'S AGENT TO ACCEPT SERVICE OF PROCESS, WITHIN
THE STATE OF FLORIDA.

SIGNATURE:

Corporate Office

TITLE:

DATE: September 27, 1996

MAVING 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 PERFORMANCE OF MY DUTIES.

SIGNATURE

DATE: September 27, 1996

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