

RODRIGUEZ LANGSTADT & AGUERO

Mimervino Rodriguez, Jr.
Oliver J. Langstadt
Gladys Agüero
Of Counsel
Gundo Aguilera

Attorneys at Law
A Partnership of Professional Associations

P960000 89107

24th October, 1996

815 Ponce de Leon Boulevard
Coral Gables, Florida 33134
Telephone: (305) 461-5667
Telefax: (305) 461-4885

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

700001987667--4
-10/28/96--01071--014
****122.50 ****122.50

Re: ARTICLES OF INCORPORATION OF
THE SUARD'S CORPORATION

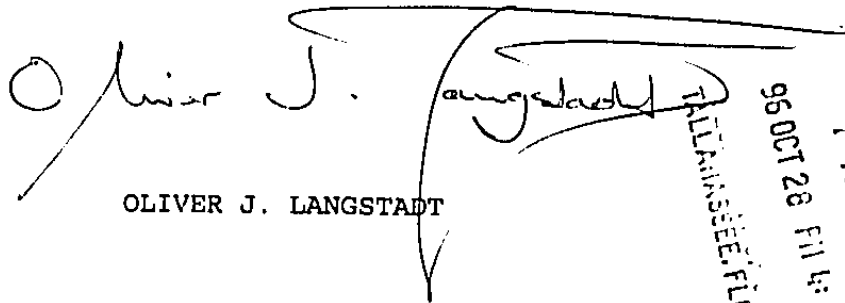
Dear Sir/Madam:

Enclosed please find the Articles of Incorporation of THE SUARD'S CORPORATION. Please file the Articles of this corporation and return a certified copy to the undersigned reflecting when the Articles were filed with the State.

Also, enclosed please find my operating account check in the amount of \$122.50, which represents the requisite filing fee and certified copy fee. Please forward a certified copy of the articles to my office.

Thank you for your cooperation in this matter and should you have any questions, please don't hesitate to contact me.

Very truly yours,


OLIVER J. LANGSTADT

Rmc
10/29/96

FILED
96 OCT 28 PM 4:10
TALLAHASSEE, FLORIDA

OJL/vas

- Enclosures: 1) Articles of Incorporation of THE SUARD'S CORPORATION
2) Check in the amount of \$122.50

ARTICLES OF INCORPORATION
OF
THE Suard's Corporation

FILED
95 OCT 28 PM 4:10
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purposes of forming a corporation, under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the Corporation is:

THE Suard's Corporation

ARTICLE TWO

The duration of the Corporation is perpetual.

ARTICLE THREE

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE FOUR

The aggregate number of shares which the Corporation is authorized to issue is ONE THOUSAND (1000) SHARES of common stock. Such shares shall be of a single class and shall be of no (\$0) par value per share.

Oliver J. Langstadt, Esquire
Rodriguez Langstadt & Agüero
815 Ponce De Leon Boulevard
Suite 200
Miami FL 33173
(305) 461-5667
FL Bar No. 709580

ARTICLE FIVE

The street address of the initial office of the Corporation is:

815 Ponce De Leon Boulevard
Coral Gables FL 33134

The name of the initial Registered Agent is:

OLIVER J. LANGSTADT

The address of the Registered Agent is:

815 Ponce De Leon Boulevard
Coral Gables Florida 33134

ARTICLE SIX

The number of Directors constituting the initial Board of Directors is TWO (2). The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than one (1). The name and address of each initial Director/Officer of the Corporation is as follows:

Etienne Suard
President/Secretary
Martinusstr. 6
41363 Juchen
Germany

Ms. Adi Wanderer
Vice President/Treasurer
Martinusstr. 6
41363 Juchen
Germany

ARTICLE SEVEN

The name and address of the incorporator is as follows:

Oliver J. Langstadt
815 Ponce De Leon Boulevard
Coral Gables FL 33134

ARTICLE EIGHT

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

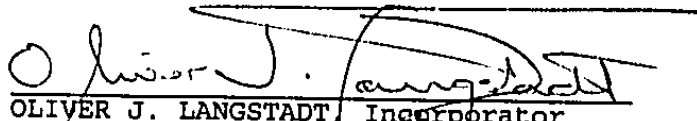
ARTICLE NINE

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

ARTICLE TEN

The power to adopt, alter, amend and repeal the By-Laws shall be vested in the Board of Directors, but all alterations, amendments, and repeals must be approved by a majority of the Shareholders.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 24 day of OCTOBER, 1996.


OLIVER J. LANGSTADT, Incorporator

STATE OF FLORIDA)
)
COUNTY OF DADE)

SS:

The foregoing instrument was acknowledged before me this 24 day of OCTOBER, 1996, by OLIVER J. LANGSTADT who personally appeared before me at the time of notarization.

NOTARY PUBLIC-STATE OF FLORIDA

Sign *Raquel Fernandez*

My commission expires:

Print Raquel Fernandez



RAQUEL FERNANDEZ
My Commission CO310464
Expires Sep. 23, 1997
Bonded by HAI
800-422-1888

Personally Known ☒ OR Produced Identification ☐
Type of Identification Produced

ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in the foregoing articles of incorporation, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 24 day of OCTOBER, 1995.

Oliver J. Langstadt
OLIVER J. LANGSTADT
Registered Agent

P 960000 89107

JEFFREY R. LUDWIG
PROFESSIONAL ASSOCIATION
ATTORNEY AND COUNSELOR AT LAW

PLEASE REPLY TO
POST OFFICE BOX 880700
JACKSONVILLE, FLORIDA 32288-0700
TELEFAX 904-298-0384

September 17, 1997

SUITE 200, SOUTHPOINT BUILDING
6020 SOUTHPOINT DRIVE, SOUTH
JACKSONVILLE, FLORIDA 32216
TELEPHONE 904-281-0145

Secretary of State
Corporate Division
409 East Gaines Street
Tallahassee, Florida 32301

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*****35.00 *****35.00

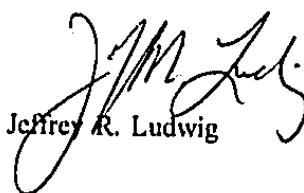
Re: The Suard's Corporation

Dear Sir/Madam:

Enclosed is an original Statement of Change of Registered Office or Registered Agent or Both for Corporations for the above-named corporation which we would appreciate your filing in your records. Also enclosed is my firm's check in the amount of \$35.00 to cover the cost of filing.

If you have any questions, do not hesitate to call. Your prompt attention to this matter is greatly appreciated.

Very truly yours,


Jeffrey R. Ludwig

JRL/llk

Enclosures

SOS

97 SEP 22 PM 12:03
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KES
each
9/25

Florida Department of State, Sandra B. Mortham, Secretary of State

*** FILING FEE: \$35.00 ***

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS


Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: THE SUARD'S CORPORATION
2. The mailing address of the corporation is: 815 Ponce De Leon Blvd., Coral Gables FL 33134
3. Date of incorporation/qualification: 10/28/96 Document number: P96000089107
4. The name and address of the current registered agent and office:
Oliver J. Langstadt
815 Ponce De Leon Blvd.
Coral Gables FL 33134
5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)
Jeffrey R. Ludwig, P.A.
Suite 200, 6620 Southpoint Drive South
Jacksonville FL 32216

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

X


(Signature of an officer, chairman or vice chairman of the board)

09/08/97
(Date)

ETIENNE SUARD - President/Secretary/Director

(Printed or typed name and title)

(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


(Signature of Registered Agent)

9/15/97
(Date)

If signing on behalf of an entity:

JEFFREY R. LUDWIG

(Typed or Printed Name)

President

(Capacity)