

P97000A12464

Grumpy's 89th Depot, Inc.
11296 N.W. 6 Street, Miami, Florida 33172, (305) 226-5933

5/5/97

FILED
97 MAY -9 PM 3: 24
TALLHASSEE, FLORIDA

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-05/09/97--01031--004
****131.25 ****131.25

Re: Grumpy's Depot, Inc.
Articles of Incorporation

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$131.25 covering the filing fee, certified copy and certificate for the above mentioned corporation.

Please forward all correspondence to 11296 N.W. 6 Street, Miami, Florida 33172.

If you should have any questions regarding this matter, please do not hesitate to contact us.

Sincerely yours,



Maria De Los Angeles Garcia, pres.

file
/mg
Encl./ check and one copy

Maria Garcia
corp name
COT 5/13/97

ARTICLES OF INCORPORATION
OF
GRUMPY'S . DEPOT, INC.

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TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME OF THE CORPORATION

The name of the corporation shall be:

GRUMPY'S . DEPOT, INC.

The address of the principal office of this corporation shall be 11296 N.W. 6 Street, Miami, Florida 33172, and the mailing address of the corporation shall be the same.

ARTICLE II

DURATION OF THE CORPORATION

The corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE III

PURPOSE

The corporation may engage in any activity of business permitted under the laws of the State of Florida.

**ARTICLE IV
AUTHORIZED CAPITAL**

The corporation shall be authorized to issue 100 shares of common stock of \$1.00 par value, for the total authorized capital of \$100.00.

The shares of stock may be issued for cash, property, real or personal, or labor or services actually performed for the corporation at a just value fixed by the board of Directors. Consideration for the stock shall not be less than par value and shares may not be issued until fully paid.

**ARTICLE V
DIRECTORS**

The corporation shall have one director. The number of director may be increased or decreased from time to time thereafter in accordance with the bylaws of the corporation but shall never be less than one. The name and street address of the only director of this corporation is:

Maria De Los Angeles Garcia
Dir.

11296 N.W. 6 Street
Miami, Florida 33172

ARTICLE VI

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Maria De Los Angeles Garcia
Pres.

11296 N.W. 6 Street
Miami, Florida 33172

Maria De Los Angeles Garcia
Sec.

11296 n.W. 6 Street
Miami, Florida 33172

**ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 11296 N.W. 6 Street, Miami, Florida 33172 and the name of the initial registered agent at that address is Maria De Los Angeles Garcia.

**ARTICLE VIII
INCORPORATOR**

The name and address of the Incorporator is:
Maria De Los Angeles Garcia
11296 N.W. 6 Street
Miami, Florida 33172
(305) 226-5933

**ARTICLE IX
INDEMNIFICATION**

The corporation shall indemnify its present or former officers or directors to the fullest extent permitted by law either now or hereafter.

**ARTICLE X
AMENDMENTS TO ARTICLES**

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholders' meeting, with not less than a two-thirds vote of the common stock.

IN WITNESS WHEREOF, the Incorporator has hereunto subscribed this name, on the 5 day of May, A.D. 1997.



Maria De Los Angeles Garcia

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION. ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE
OF FLORIDA.

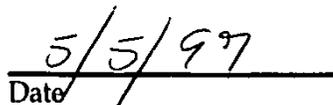
1. The name of the corporation is: **GRUMPY'S DEPOT, INC.**
2. The name and address of the registered agent and office is:

Maria De Los Angeles Garcia
11296 N.W. 6 Street
Miami, Florida 33172

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as register 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 accepts the obligations of my position as registered agent.



Maria De Los Angeles Garcia



Date