

P97000104168

FILED

97 DEC 10 PM 4:16

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

November 13, 1997

Mr. Pablo Borges  
12426 S.W. 9th Place  
Davie, Florida 33325

800002368228--1  
-12/10/97--01068--007  
\*\*\*122.50 \*\*\*122.50

Division of Corporations  
Florida Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

Re: Articles of Incorporation of KPG Enterprises, Inc.

Dear Sir or Madam:

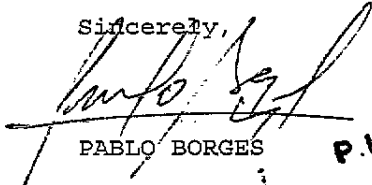
Enclosed are the original and one copy of the Articles of Incorporation and the original and one copy of the Designation and Acceptance of Registered Agent for Pablo Borges. Enclosed, as well, is our \$122.50 check for the following:

|                              |                 |
|------------------------------|-----------------|
| Certified Copy               | \$ 52.50        |
| Registered Agent Designation | 35.00           |
| Filing Fees                  | <u>35.00</u>    |
| <b>TOTAL:</b>                | <b>\$122.50</b> |

Upon your receipt and filing of the documents, please send me, at the address stated above, a certified copy of the Articles of Incorporation.

Thank you for your cooperation.

Sincerely,

  
PABLO BORGES

P. Hall

DEC 10 1997

pb:dc  
Enclosures

**ARTICLES OF INCORPORATION  
OF**

**KPG ENTERPRISE, INC.**

**FILED**

97 DEC 10 PM 4:16

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

**ARTICLE I  
NAME**

The name of the Corporation is KPG Enterprise, Inc.

**ARTICLE II  
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE III  
NATURE OF BUSINESS**

The nature of the business to be conducted by the Corporation is:

1. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act; and
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV  
CAPITAL STOCK**

The aggregate number of shares which the Corporation has authority to issue is one hundred (100), all of which shall be common stock having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE V  
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury stock.

ARTICLE VI  
REGISTERED OFFICE

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

12426 S.W.9th Place  
Davie, Florida 33325

The name of the registered agent at such address is:

Pablo Borges

ARTICLE VII  
PRINCIPAL OFFICE

The initial street address of the principal office of the Corporation in the State of Florida is:

12426 S.W. 9th Place  
Davie, Florida 33325

ARTICLE VIII  
DIRECTORS

The initial board of directors of the Corporation shall consist of two (2) members. Changes in the number of members comprising the board of directors shall be made by amendment to the Corporation's bylaws.

The name and address of the sole members of the first board of directors are:

| <u>Name</u>                   | <u>Address</u>                               |
|-------------------------------|--|
| Pablo Borges, President       | 12426 S.W. 9th Place<br>Davie, Florida 33325 |
| Koraya Borges, Vice President | 12426 S.W. 9th Place<br>Davie, Florida 33325 |

#### ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

| <u>NAME</u>  | <u>ADDRESS</u>                               |
|--------------|--|
| Pablo Borges | 12426 S.W. 9th Place<br>Davie, Florida 33325 |

#### ARTICLE X INDEMNIFICATION

The Corporation shall indemnify any officer or director to the full extent permitted by law.

#### ARTICLE XI


##### REIMBURSEMENT FOR ORGANIZATIONAL AND CERTAIN OTHER PREINCORPORATION EXPENSES; ADOPTION OF CONTRACTS

The Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned incorporator. The Corporation further authorizes its director to reimburse the hereinbefore mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation, and for any and all expenses incurred in the organization and formation of the Corporation. The director of this Corporation shall have the sole discretion to determine the expenses for which the hereinbefore mentioned incorporator shall be reimbursed.

ARTICLE XII  
RIGHT TO AMEND ARTICLES OF INCORPORATION

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any writing inferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 8 day of DECEMBER 1997.

  
\_\_\_\_\_  
PABLO BORGES

STATE OF FLORIDA       )  
                                      )  
COUNTY OF DADE       )       SS

ON THIS 8<sup>th</sup> day of December, 1997, before me, a notary public duly authorized in the state and county last aforesaid, personally appeared Pablo Borges, known to me to be the person whose name is subscribed to the above Articles of Incorporation, and who acknowledged that he executed the same for the purposes therein contained and who produced his/her/their Florida Driver's License Number B622 670-57-1060 [, respectively], as proof of his/her/their identity.

WITNESS MY HAND and official seal in the aforesaid State and County this 8<sup>th</sup> day of December, 1997.

My Commission Expires:



Commission Number

Diane Cruz  
Notary Public, State of Florida

Diane Cruz  
Printed Name of Notary Public

**CERTIFICATE E OF DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING  
AGENT UPON WHOM SERVICE MAY BE SERVED.**

FILED  
97 DEC 10 PM 4:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the Chapter 48.091, Florida Statutes, the following is submitted in compli-  
ance with said Act:

First that: KPG Enterprise, Inc., desiring to organize under the laws of the State of  
Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of  
Davie, County of Broward, State of Florida, has named:

Pablo Borges  
12426 S.W. 9th Place  
Davie, Florida 33325

County of Broward, State of Florida, as its agent to accept service of process within the State.

**ACKNOWLEDGMENT :**

Having been named to accept service of process for the above stated corporation, at the  
place designated in this Certificate, I hereby accept to act in this capacity and agree to comply  
with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
PABLO BORGES  
RESIDENT AGENT

Dated this 8 day of DECEMBER, 1997.

articles.crp