

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P97000108681

GRD ROD, Corp.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 DEC 30 AM 11:46

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Signature _____

Requested by: AS

12/30

9:30

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

____ Merger File _____

____ Art. of Amend. File _____

____ RA Resignation _____

____ Dissolution / Withdrawal _____

____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

____ Photo Copy _____

____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

____ Courier _____

RP
12-30-97

**ARTICLES OF INCORPORATION
OF
GRD ROD, CORP.**

**ARTICLE I.
CORPORATE NAME**

The name of this Corporation shall be:

GRD ROD, CORP.

The permanent and mailing address of the corporation shall be:

7045 N.W. 46th Street, Miami, Florida 33166

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**ARTICLE II.
NATURE OF CORPORATE BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

**ARTICLE III.
CAPITAL STOCK**

This Corporation is authorized to issue a maximum of One Hundred (100) Shares of Stock. The Shares of Stock authorized shall be common stock having a par value of one (\$1.00) DOLLAR per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE IV.
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Eduardo de Cespedes, 7045 N.W. 46th Street, Miami, Florida 33166

**ARTICLE V.
BOARD OF DIRECTORS**

The number of Directors may be altered from time to time by by-laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VI.
INITIAL BOARD OF DIRECTORS

The name and post office address of the initial member(s) of the initial Board of Directors is/are:

Name

Address

Eduardo de Cespedes

**7045 N.W. 46th Street
Miami, Florida 33166**

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The members of the first Board of Directors shall hold office until the first annual meeting of Stockholders of the Corporation.

ARTICLE VII.
INCORPORATOR

The name and post office address of the Incorporator(s) executing these Articles of Incorporation is/are as follows:

NAME

ADDRESS

Eduardo de Cespedes

**7045 N.W. 46th Street
Miami, Florida 33166**

The undersigned Incorporator(s), for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.



EDUARDO DE CESPEDES

STATE OF FLORIDA]
COUNTY OF DADE] SS.:

The foregoing instrument was acknowledged by me this 29th day of DECEMBER, 1997, by EDUARDO DE CESPEDES, who is personally known to me and/or who has produced a N/A as identification.

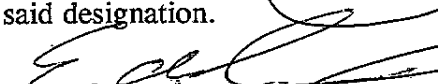


TERESITA P PEREZ
My Commission CC482118
Expires Sep. 05, 1999


NOTARY PUBLIC

My Commission Expires:

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.



EDUARDO DE CESPEDES