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LAZARUS CORPORATE FILING SERVICE, INC.

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MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. GRACE & MERCY INC.

(Corporation Name)

(Document #)

2. \_\_\_\_\_  
(Corporation Name)

(Document #)

3. \_\_\_\_\_  
(Corporation Name)

(Document #)

4. \_\_\_\_\_  
(Corporation Name)

(Document #)

☒ Walk in

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2:00

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☐ Photocopy

☐ Certificate of Status

EFFECTIVE DATE  
1-19-98

100002411441--4  
-01/26/98--01049--007  
\*\*\*122.50 \*\*\*122.50

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

5

RECEIVED  
98 JAN 26 AM 11:25  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Examiner's Initials

ARTICLES OF INCORPORATION FOR  
GRACE & MERCY INC.

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

I

NAME OF CORPORATION

The name of the Corporation shall be GRACE & MERCY INC. Whose address is: 9621 Fontainebleu Blvd. # 308 Miami, Fl. 33172.

II

COMMENCEMENT AND DURATION

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these articles of incorporation and shall exist thereafter perpetually until a dissolve by law.

III

PURPOSES

The Corporation is organized for the purpose of transacting any and all lawful business. Including but not limited to Consultants.

IV

CAPITAL STOCK

The Corporation is authorized to issue a 100 shares of stock, all of one class, at \$ 1.00 per share par value.

V

REGISTERED AGENT

The address of this Corporation's initial registered office is 9621 Fontainebleau Blvd # 308 Miami, Fl. 33172 and the name of the registered agent at said address is MIRIAM S. TRIMARCHI and MARIA EUGENIA ZACAPA.

FILED  
98 JUN 26 PM 1:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
EFFECTIVE DATE  
1-19-99

Acknowledgment by Designated Agent: Having been named to accept service of process for the above state corporation, at the above address, I hereby accept to act relative to keeping open said office.

By MIRIAM S. TRIMARCHI *Trim*

Registered Agent

MARIA EUGENIA ZACAPA *MEZEM*

#### VI

#### INCORPORATOR

The name and address of the incorporator is as follows:

MIRIAM S. TRIMARCHI & MARIA EUGENIA ZACAPA  
9621 FONTAINEBLEU BLVD. # 308  
MIAMI, FL. 33172

#### VII

#### BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business affairs of the Corporation shall be managed under the direction, the Board of Directors. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws of the Corporation but shall never be less than one. The name and address of the initial Director of this Corporation is:

MIRIAM S. TRIMARCHI *Trim*  
MARIA EUGENIA ZACAPA *MEZEM*

9621 FONTAINEBLEU BLVD. # 308  
MIAMI, FL. 33172

## VIII

### INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders untitled to vote upon such action act a meeting and filed with the Secretary of the corporation as part of the corporation records.

## IX

### INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

## X

### INDEMNIFICATION

The corporation shall indemnify any office or director, or any former officer or director, to the full extent permitted by law.

## XI

### BY- LAW-AMENDMENT

The power to adopt alter amend or repeal the By-Laws of this corporation shall be vested in the Board of Directors and Shareholders, but the Board of Directors may not alter, amend or repeal any of the By-Laws adopted by the Shareholders, if the Shareholders provide that the By-Laws shall not be altered, amended or repealed by the Board of Directors.

## AMENDMENTS OF ARTICLES

IN WITNESS WHEREOF, the undersigned incorporator has executed this Articles of incorporation in the State of Florida this 19th of January 1998.

MIRIAM S. TRIMARCHI  
MARIA EUGENIA ZACAPA

FILED  
98 JAN 26 PM 1:29  
MEZEM  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, I have hereunto set my hand and seal  
at Miami in the said County and State, this 19th January  
1998.



State of Florida at Large

~~My commission expires: Jun 16, 01~~