

P98000008152

TRANSMITTAL LETTER

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

100002403321--8  
-01/16/98--01082--001  
\*\*\*122.50 \*\*\*122.50

SUBJECT: Gil Investments, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check  
for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☒ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 27 AM 11:00

FROM: Augusto J. Gil  
Name (printed or typed)  
9360 Sunset Dr. # 291  
Address  
Miami, Fl. 33173  
City, State & Zip  
(305) 598-4002  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

~~118-1225~~  
1-27-98  
T-28-98  
105



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

January 20, 1998

AUGUSTO J. GIL  
9360 SUNSET DR., #291  
MIAMI, FL 33173

SUBJECT: GIL INVESTMENTS, INC.  
Ref. Number: W98000001225

We have received your document for GIL INVESTMENTS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6995.

Wanda Sampson  
Document Specialist

Letter Number: 098A00002804

CERTIFICATE OF INCORPORATION

OF

GIL OF SOUTH FLORIDA, INC.

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We, the undersigned, do hereby associate ourselves together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions;

ARTICLE ONE

The name of the corporation shall be:

GIL OF SOUTH FLORIDA, INC.

ARTICLE TWO

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

ARTICLE THREE

The maximum number of shares of stock which the corporation shall have outstanding at any time, shall be Five hundred (500) Shares of stock which shall be common stock of a par value of One (\$1.00) Dollars per share. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

ARTICLE FOUR

This corporation shall begin business with a minimum capital of the amount of Five hundred (500.00) Dollars.

ARTICLE FIVE

This corporation shall have perpetual existence.

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DIVISION OF CORPORATIONS  
9 JAN 27 AM 11:02 '06

#### ARTICLE SIX

The principal office of the corporation shall be located at  
9360 Sunset Dr. # 291, Miami, Fl. 33173  
Other offices for the transaction of business may be located  
wherever the Directors may deem necessary or expedient.

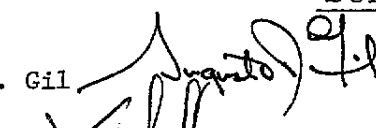
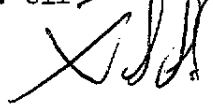
#### ARTICLE SEVEN

The business of the corporation shall be managed by a Board of Directors, who need not be stockholders of the corporation. The number of Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

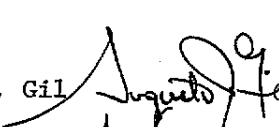
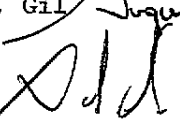
#### ARTICLE EIGHT

The names and post office addresses of the members of the First Board of Directors and the officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

##### BOARD OF DIRECTORS

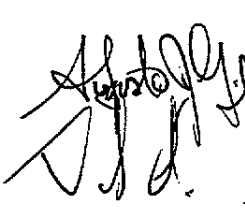
Name	Address
Augusto J. Gil 	627 Alcazar Coral Gables, Fl. 33134
Alex Gil 	11330 S.W. 92th St. Miami, Fl. 33176

##### OFFICERS

Name	Address	Title
Augusto J. Gil 	627 Alcazar, Coral Gables, Fl. 33134	PRESIDENT
Alex Gil 	11330 S.W. 92th St. Miami, Fl. 33176	VICE PRES SECRETARY TREASURER

#### ARTICLE NINE

The names and post office addresses of each of the subscribers to this certificate of Incorporation and the number of shares of stock which each subscriber agrees to take, are as follows:



<u>NAME</u>	<u>ADDRESS</u>	<u>NO OF SHARES</u>
Augusto J. Gil	627 Alcazar, Coral Gables, Fl. 33134	250
Alex Gil	11330 S.W. 92th St. Miami, Fl. 33176	250

#### ARTICLE TEN

This corporation shall have full power to carry on and transact each or all of the businesses enumerated in Article Two of the Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

#### ARTICLE ELEVEN

This corporation shall have the power to issue the whole or any part, determined by the Board of Directors, of the shares of the capital stock as partly paid, subject to calls thereon until the whole thereof shall have been paid.

#### ARTICLE TWELVE

Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by law or in this certificate otherwise provided: any action of such Board of Directors may be rescinded, or any officer or director removed from office, only upon a vote of stockholders holding a majority of the stock of the corporation which may at such time be actually issued unless otherwise provided by the by-laws of the Board of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law whether said stock be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

ARTICLE THIRTEEN

The corporation does hereby designate the following address as its registered office: 9360 Sunset Dr. # 291 Miami, Fl. 33173

The corporation does hereby designate Augusto J. Gil  
of  
as its Registered Agent.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hands and affixed their seals this 12<sup>th</sup> day of January, 1998.

Augusto J. Gil (SEAL)

STATE OF FLORIDA)

)SS:

COUNTY OF DADE )

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared:

Augusto J. Gil

who, after being by me first duly sworn, executed the foregoing Certificate of Incorporation, freely and voluntarily for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, this 12<sup>th</sup> day of January, 1998.

My Commission expires:

Elizabeth V. Martinez  
NOTARY PUBLIC  
State of Florida at Large

OFFICIAL NOTARY SEAL  
ELIZABETH V MARTINEZ  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC595564  
MY COMMISSION EXP. OCT. 23, 2000

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: GIL OF SOUTH FLORIDA, INC.

2. The name and address of the registered agent and office is:

Augusto J. Gil

(Name)

9360 Sunset Dr. # 291

(P.O. Box not acceptable)

Miami, Fl. 33173

(City/State/Zip)

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*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 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.*

  
(Signature)

1-12-98  
(Date)