

P98000013473

2/10/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

12:06 PM

((H98000002733 7)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: GRUPPE LF, INC.

AUDIT NUMBER.....H98000002733

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU, **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:05:48

FILED
98 FEB 11 AM 9:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

B. McKnight FEB 11 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 10, 1998

EMPIRE

SUBJECT: GRUPPE LF, INC.
REF: W98000002996

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

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) 487-6067.

Naysa Culligan
Document Specialist

FAX Aud. #: E98000002733
Letter Number: 298A00007639

④

H98000002733

ARTICLES OF INCORPORATION
OF
GRÜPPE LF, INC.

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be:

GRÜPPE LF, INC.

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III
CAPITAL STOCK

A. The total authorized capital stock of this Corporation is One Thousand (1,000) shares of Common Stock, par value \$1.00 per share.

B. Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IV
TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE V
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street address of the principal office of this Corporation in the State of Florida is: 3741 Sunny Isles Blvd, Suite 117, Sunny Isles, Florida 33160. The Board of Directors may from time to time move the principal office to another address in Florida.

PRESENTED BY: Disney D. Thompson, Esquire, DISNEY D. THOMPSON & ASSOC.,
P.A., Florida Bar No. 847534. 169 East Flagler Street, Suite
1527, Miami, Florida 33131. (305) 381-9096

H98000002733

FILED
98 FEB 11 AM 9:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

H98000002733

ARTICLE VI
NUMBER OF DIRECTORS

This Corporation shall have not less than one (1) Director.

ARTICLE VII
FIRST BOARD OF DIRECTORS

The name and street address of the initial members of the Board of Directors are:

LEO FREITAS
3741 Sunny Isles Blvd, Suite 117
Sunny Isles, Fla 33160

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is: 169 E. Flagler St. Suite 1527, Miami, Florida 33131 and the name of the initial registered agent of this Corporation at the address is: DISNEY D. THOMPSON.

ARTICLE IX- INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: LEO FREITAS, 3741 Sunny Isles Blvd, Suite 117, Sunny Isles, Florida 33160.


LEO FREITAS

H98000002733

PRESENTED BY:

Disney D. Thompson, Esquire, DISNEY D. THOMPSON & ASSOC.,
P.A., Florida Bar No. 847534. 169 East Flagler Street, Suite
1527, Miami, Florida 33131

P.04/05

EMPIRE CORPORATE KIT

FEB-10-1998 16:58

H98000002733

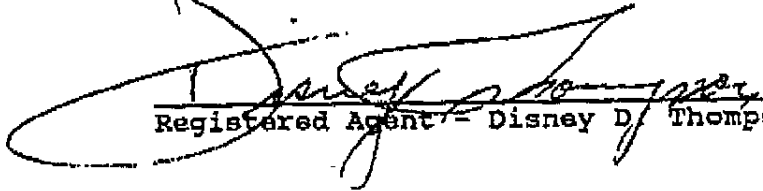
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 49.091 and Section 607.034 (3) Florida Statutes, the following is submitted:

GRUPPE LF, INC., a corporation being organized under the laws of the State of Florida, with its principal place of business: 3741 Sunny Isles Blvd, Suite 117 Sunny Isles, Florida 33160, has named DISNEY D. THOMPSON, located at 169 East Flagler Street, Suite 1527 Miami, Florida 33131, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby state that I am familiar with, and accept the obligations provided for in Florida Statutes Section 607.325, that I hereby accept to act in this capacity and agree to comply with the provisions of said sections relative to keeping open said office.


Registered Agent - Disney D. Thompson

FILED

98 FEB 11 AM 9:41

SECRETARY OF STATE
TALLAHASSEE FLORIDA

PRESENTED BY:

Disney D. Thompson, Esquire, DISNEY D. THOMPSON & ASSOC.,
P.A., Florida Bar No. 847534, 169 East Flagler Street, Suite
1527, Miami, Florida 33131.

H98000002733

FEB-10-1998 16:58

EMPIRE CORPORATE KIT

P.05/05

TOTAL P.05