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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
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NAME: GV & PP, INC.

AUDIT NUMBER.....H98000006902

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

CERT. OF STATUS..1

PAGES..... 5

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**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

April 10, 1998

FAS-T CORP. AGENTS, INC.

SUBJECT: GV & PP, INC.  
REF: W98000008123

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.

ARTICEL VII states (2) directors where as three are listed.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan  
Document Specialist

FAX Aud. #: H98000006902  
Letter Number: 798A00019184

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ARTICLES OF INCORPORATION  
OF  
GV & PP, Inc.

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION, COMPETENT AS AN INCORPORATOR PURSUANT TO THE PROVISIONS OF SECTION 607.0201 FLORIDA STATUTES, DESIRING TO FORM A CORPORATION, PURSUANT TO CHAPTER 607, FLORIDA GENERAL CORPORATION ACT, AND PURSUANT TO THE PROVISIONS OF THE STATUTES OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, LIABILITIES, PRIVILEGES AND IMMUNITIES OF A CORPORATION FOR PROFIT, DOES HEREBY CERTIFY AS FOLLOWS:

ARTICLE I. NAME

The name of the corporation shall be:

GV & PP, Inc. and the principal place of business is:

1500 S. Ocean Drive, 3B, Hollywood, Florida 33019

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

- (1) To conduct rental of real estate and own real estate.
- (2) This corporation is formed for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time shall be Five Hundred shares of common stock having a par value of \$1.00 per share. There shall be only one class of shares.

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Prepared by:

Martin Scheinkman  
18 NE 2<sup>nd</sup> Avenue  
Dania, FL 33004  
(305) 920-6173

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#### ARTICLE V. STATED CAPITAL & INITIAL STOCK SUBSCRIPTION

The amount of capital with which the Corporation shall commence business shall not be less than \$500.00. Each incorporator named hereinafter agrees to purchase the number of shares stated for the consideration shown:

NAME OF INCORPORATOR	NUMBER OF SHARES	CONSIDERATION
Udo Grabenhorst	300	\$300.00
Siegfried Vetterlein	150	\$150.00
Gundula Schatke-Russ	50	\$ 50.00

#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1500 S. Ocean Drive #3B, Hollywood, Florida 33019 and the name of corporation's initial registered agent at that address is Gundula Schatke-Russ.

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have 3 directors initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one.

The name and street address of the two initial directors are:

Gundula Schatke-Russ  
1500 S. Ocean Drive #9E  
Hollywood, Florida 33019; and

Siegfried Vetterlein  
1500 S. Ocean Drive #10E  
Hollywood, Florida 33019; and

Udo Grabenhorst  
1500 S. Ocean Drive #3B  
Hollywood, Florida 33019

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**ARTICLE VIII. INCORPORATOR**

The name and street address of the incorporator is:

Gundula Schatke-Russ  
1500 S. Ocean Drive #9E  
Hollywood, Florida 33019

**ARTICLE IX. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

**ARTICLE X. AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous written consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

**ARTICLE XI. INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest extent permitted by law.

**ARTICLE XII. OFFICERS**

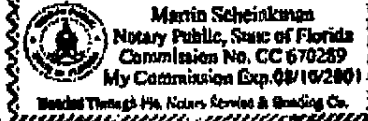
The officers of this Corporation shall consist of a President, Vice President, Secretary, and a Treasurer, each of who shall be elected by the Board of Directors in the manner and at the time prescribed in the By-laws of this Corporation. Such other officers and assistant officers and agents as may be deemed necessary, may be elected or appointed by the Board of Director or chosen in such other manner as may be prescribed by the By-Laws. Any two or more officers may be held by the same person.

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IN WITNESS WHEREOF, I have hereunto set my hand and seal and the undersigned incorporator has executed these Articles of Incorporation this 9 day of April, 1998.

State of Florida  
County of Broward

*Article 8246 - Rein*  
Gundula Schatz-Buss, Incorporator



I hereby certify that on this 9 day of April, 1998, the foregoing Articles of Incorporation were acknowledged before me by Frank Preist, who is personally known to me or who produced the following identification: \_\_\_\_\_.

*[Signature]*  
Notary Public

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Certificate designating place of business or domicile for the service of process within this state, naming agent upon which process may be served Pursuant to section 607.0501, Florida Statutes, the following is submitted in compliance with said section:

First: that GV & PP, Inc., desiring to organize under the laws of the state of Florida with its principal office, as indicated in the articles of incorporation at 1500 S. Ocean Drive #3B, Hollywood, Florida 33019 as its agent to accept service of process within this state.

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

*Gundula Schatke-Russ*  
Gundula Schatke-Russ,  
Registered Agent

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