

P980000 41583

TRANSMITTAL LETTER

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

800002510438--3
-05/05/98-01023-011
****131.25 ****131.25

SUBJECT: REA-Q MANAGEMENT GROUP, 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

ADDITIONAL COPY REQUIRED

FROM: HENNING SCHWARZKOPF
Name (Printed or typed)

40 OAKLAWN, 80 SW 8th STREET, # 2048
Address

MIAMI, FLA. 33130
City, State & Zip

(305) 539-3747
Daytime Telephone number

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAY -5 PM 3:22

APPROVED
AND
FILED

ARTICLES OF INCORPORATION

of

REA-Q MANAGEMENT GROUP, INC.

The undersigned incorporator, acknowledges and files in the Office of the Secretary of State of the State of Florida, for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

ARTICLE I

Name

The name of the Corporation is **Rea-Q Management Group, Inc.**

ARTICLE II

Purposes

The general purpose or purposes for which this corporation is initially organized shall include the transaction of any and all lawful purposes for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE III

Principal Office

The principal place of business and mailing address of this corporation shall be at 80 SW 8th Street, Suite 2000, Miami, Florida 33130.

ARTICLE IV

Shares

The total number of shares of stock that this corporation is authorized to have outstanding at any one time is 500,000 shares of common stock of \$1.00 par value each.

The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgement of the directors, equivalent to or greater than the full par value of the shares.

98 MAY -5 PM 3:2
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLE V

Initial Registered Agent and Street Address

The name and address of the initial registered agent is Henning Schwarzkopf, 80 SW 8th Street, Suite 2000, Miami, Florida 33130.

ARTICLE VI

Initial Officers and Directors

The following shall constitute the initial Officers and Members of the Board of Directors of the Corporation:

NAME	ADDRESS
Jan-Uve Billhardt	1221 Brickell Avenue, 9 th Floor Miami, Florida 33131

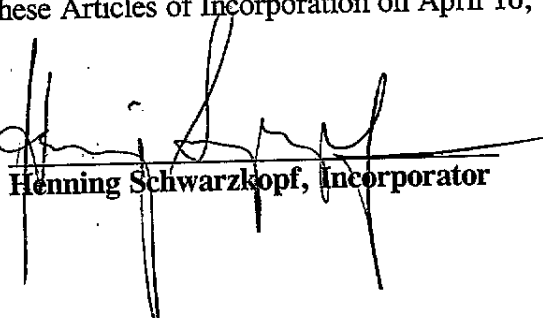
ARTICLE VII

Incorporator

The name and street address of the incorporator of these Articles of Incorporation is:

NAME	ADDRESS
Henning Schwarzkopf	80 SW 8 th Street, Suite 2000, Miami, Florida 33130

The undersigned incorporator has executed these Articles of Incorporation on April 16, 1998.


Henning Schwarzkopf, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED INDIVIDUAL, RESIDING IN THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA:

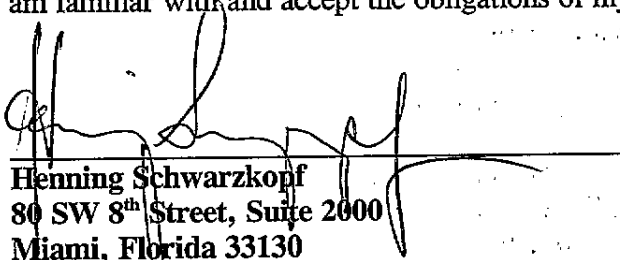
1. The name of the corporation is:

Rea-Q Management Group, Inc.

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

Henning Schwarzkopf
80 SW 8th Street, Suite 2000,
Miami, Florida 33130

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in the 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 positions as registered agent.


Henning Schwarzkopf
80 SW 8th Street, Suite 2000
Miami, Florida 33130
REGISTERED AGENT

APPROVED
AND
FILED
98 MAY -5 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA