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NAME: GROVE BRIAR CORP.,
AUDIT NUMBER.....H98000009351
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ARTICLES OF INCORPORATION
OF
GROVE BRIAR CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under and pursuant to the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I: NAME

The name of this corporation shall be: GROVE BRIAR CORP.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

* AMBER and AMBER, P.A.,
7731 SW 62 Ave #202, South Miami FL 33143.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is:
1,000 Shares of Common Stock, \$ 1.00 Par Value.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The Capital Stock may be paid for in money, property, labor or services actually performed for the Corporation, at a just valuation to be fixed by the stockholders or by the Directors at a meeting called for such purpose.

THIS INSTRUMENT PREPARED BY:
Henry M. Amber, Esq.
7731 S.W. 62nd Avenue, #202
South Miami FL 33143
Tel. (305) 661-5629

FLORIDA BAR# 253839

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ARTICLE IV: REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this Corporation is:

HENRY M. AMBER
7731 SW 62 Ave #202, South Miami FL 33143

ARTICLE V: INCORPORATORS

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

HENRY M. AMBER
7731 SW 62 Ave #202, South Miami FL 33143

ARTICLE VI: PURPOSES

This Corporation is organized to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE VII: DURATION

This Corporation shall have perpetual existence.

ARTICLE VIII: BOARD OF DIRECTORS

This Corporation shall have ONE Director initially. The number of Directors may be either increased or decreased from time to time by the By-laws but shall never be less than one. The name(s) and address(es) of the initial Director(s) of this Corporation is (are):

HENRY M. AMBER
7731 SW 62 Ave. #202, South Miami FL 33143

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ARTICLE IX: OFFICERS

The Corporation shall have a President, a Vice-President, a Secretary and a Treasurer and may also have one or more additional Vice-Presidents, Assistant Secretaries and Assistant Treasurers, and such other officers and agents, as may be deemed necessary. All officers and agents shall be chosen in such a manner, hold their offices for such terms and have such powers and duties as may be prescribed by the By-laws. The same person may hold two or more offices.

ARTICLE X: AMENDMENT OF ARTICLES

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the statutes, and all rights conferred upon stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18th day of May, 1998.


HENRY M. AMBER, Incorporator


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CERTIFICATE OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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: GROVE BRIAR CORP.
- 2. The name and address of the registered agent and office is:
HENRY M. AMBER
7731 SW 62 Ave #202, South Miami FL 33143


SIGNATURE 
HENRY M. AMBER

TITLE: Incorporator

DATE: May 18, 1998

ACKNOWLEDGMENT:

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 
HENRY M. AMBER

TITLE: Registered Agent

DATE: May 18, 1998

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