

P98000092708



ACCOUNT NO. : 072100000032

REFERENCE : 012080 92490A

AUTHORIZATION :

*Patricia Pyjunt*

COST LIMIT : \$ 87.50

ORDER DATE : October 28, 1998

ORDER TIME : 12:0 PM

ORDER NO. : 012080-005

CUSTOMER NO: 92490A

CUSTOMER: Ms. Lydia Dunkleberger  
PROFILET VAZQUEZ & HESS  
PROFILET VAZQUEZ & HESS  
Suite 407  
501 Brickell Key Drive  
Miami, FL 33131

100002674631--2

DOMESTIC FILING

NAME: ~~GIRALDY INVESTMENTS, INC.~~

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☒ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

2544  
W98-24552

*g 11/2/98*

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XX OCT 28 PM 1:56  
DIVISION OF CORPORATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 28 AM 10:34



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 28 AM 10:34

October 29, 1998

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: GIRALDY INVESTMENTS, INC.  
Ref. Number: W98000024552

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for GIRALDY INVESTMENTS, INC. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 198A00053053

RECEIVED  
98 OCT 30 PM 3:26  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION**  
**OF**

**GIRALDY OF MIAMI, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 28 AM 10:34

The undersigned incorporator, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation is Girdaly Of Miami, Inc., (the "corporation").

**ARTICLE II**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

**ARTICLE III**

The Corporation is authorized to issue 10,000 shares of common stock, with a par value of \$1.00 per share.

**ARTICLE IV**

The address of the principal office of the Corporation, and its mailing address, is 501 Brickell Key Drive, suite 407, Miami, Florida 33131.

**ARTICLE V**

The street address of the Corporation's initial registered office is 501 Brickell Key Drive, suite 407, Miami, Florida 33131 and the name of the initial registered agent is Gerardo A. Vazquez, Esq.

**ARTICLE VI**

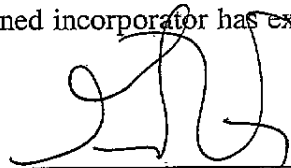
The Corporation shall indemnify, and advance expenses to, to the fullest extent authorized or permitted by the Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was a director or officer of the Corporation or is or was serving at the request of the Corporation as a director or officer of another corporation. Unless otherwise expressly prohibited by the Act, and except as otherwise

provided in the foregoing sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that he is or was an employee or agent of the Corporation, or is or was serving at the request of the Corporation as an employee or agent of another corporation, partnership, joint venture, trust or other enterprise. Except for any person who is or was a director or officer of the Corporation, or any person who is or was serving at the request of the Corporation as a director or officer of another corporation, no employee or agent of the Corporation may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

#### **ARTICLE VII**

The name and address of the incorporator of the Corporation is Gerardo A. Vazquez, Esq., 501 Brickell Key Drive, Suite 407, Miami, Florida 33131.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation as of the   th day of   , 1998.

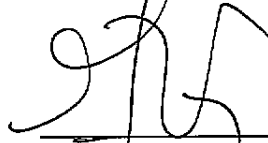
  
\_\_\_\_\_  
**Gerardo A. Vazquez, Esq.**  
**Incorporator**

ACCEPTANCE BY REGISTERED AGENT

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DIVISION OF CORPORATIONS  
98 OCT 28 AM 10:34

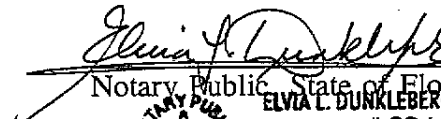
Having been named to accept service of process for GIRALDY OF MIAMI, INC.,  
at the place designated in the articles of incorporation: (i) I agree to act in this capacity; (ii) I  
agree to comply with the provisions of all statutes relative to the proper and complete  
performance of my duties; and (iii) I accept the duties and obligations of acting as registered  
agent pursuant to Section 607.0505 of the Florida Business Corporation Act.

Dated as of the 28th day of October, 1998



Gerardo A. Vazquez, Esq.

The foregoing instrument was acknowledged before me on this 28th day of October, 1998  
by Gerardo A. Vazquez to me personally known and who have taken the oath.

  
Notary Public, State of Florida  
ELVIA L. DUNKLEBERGER  
COMMISSION # CC 644808  
EXPIRES MAY 7, 2001  
BONDED THRU  
(Print Name) ATLANTIC BONDING CO., INC.  
My Commission Expires: \_\_\_\_\_

Dated as of the 28th day of October, 1998.