

G.F.I MANAGEMENT, INC.  
12346 N.W. 11<sup>th</sup> Lane  
Miami, Florida 33182

Florida Department of State  
Division of Corporations  
P.O. Box 321  
Tallahassee, Florida 32344  
December 28, 1998

000002727310--1  
-12/31/98--01013--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**P9900000099**

In re: Incorporation of G.F.I. Management, Inc.

To Whom It May Concern:

Please find enclosed Articles of Incorporation for G.F.I. MANAGEMENT, Inc., a Florida corporation (original and one copy), together with the undersigned's check number 3275 in the amount of \$78.75, which represents the following:

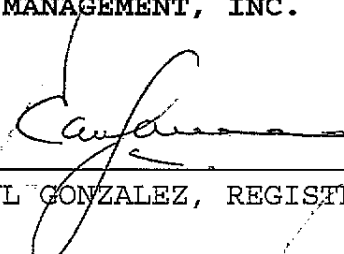
Filing Fee:	\$ 35.00
Certified Copy:	\$ 8.75
Registered Agent Designation:	\$ 35.00
<b>TOTAL</b>	<b>\$ 78.75</b>

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Thank you for your prompt attention to this matter. If you should have any questions, please do not hesitate to contact the undersigned.

Sincerely,

G.F.I. MANAGEMENT, INC.

By:   
RAUL GONZALEZ, REGISTERED AGENT

articles.ltr

ARTICLES OF INCORPORATION  
- of -  
G.F.I. MANAGEMENT, INC.

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TALLAHASSEE FLORIDA

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I, **THE UNDERSIGNED**, being a natural person of legal age, do hereby desire to form a Corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

**G.F.I. Management, Inc., a Florida corporation**

ARTICLE II

The Corporation may engage in any activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this Corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock having a par value of ONE AND 00/100 DOLLARS (\$1.00) per share.

ARTICLE IV

The amount of capital with which this corporation will begin

business shall be the sum of not less than ONE THOUSAND AND 00/100 DOLLARS (\$1,000.00).

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

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

12346 N.W. 11th Lane  
Miami, Florida 33182

The principal office and mailing address may be changed from time to time.

ARTICLE VII

The name and address of the initial registered is:

Raul Gonzalez  
12346 N.W. 11th Lane  
Miami, Florida 33182

ARTICLE VIII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE IX

The names of the officers of this corporation are as follows:

RAUL GONZALEZ  
President and Treasurer

BERTHA GONZALEZ  
Vice President and Secretary

ARTICLE X

The name and street address of the person signing these Articles of Incorporation as subscribed is as follows:

Raul Gonzalez  
12346 N.W. 11th Lane  
Miami, Florida 33182

ARTICLE XI

The existence of this corporation shall begin on the date of the Articles of Incorporation are filed of record.

ARTICLE XII

Every Director, Officer, employee or agent of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including attorney's fees reasonably incurred by reason of their being imposed upon him or her, in connection with any proceeding to which he or she may be made a party or in which he or she may become involved by reason of his or her employment or

by reason of his or her being or having been a Director, Officer, employee or agent of the Corporation, or any settlement thereof, whether or not he or she is a Director, Officer, employee or agent at the time such expenses are incurred, except in such cases wherein the Director, Officer, employee or agent is adjudged liable for gross negligence or willful and wanton misconduct in the performance of his or her duties as such Director, Officer, employee or agent. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director, Officer, employee or agent may be entitled.

ARTICLE XIII

The Corporation reserves the right to amend, alter, change, repeal and revise any of the provisions of this Corporation's Articles of Incorporation in the manner now, or hereafter prescribed by statute and all rights conferred on shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, RAUL GONZALEZ, a natural person, competent to contract, has executed these Articles of Incorporation on the 28<sup>th</sup> day of December, 1998.

  
\_\_\_\_\_  
RAUL GONZALEZ

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

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In pursuance of Section 607, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: that G.F.I. MANAGEMENT, INC., desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named Raul Gonzalez located at 12346 N.W. 11<sup>th</sup> Lane, Miami, Florida 33142 its agent to accept service of process within this State.

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ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above named 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.

By

  
\_\_\_\_\_  
RAUL GONZALEZ, REGISTERED AGENT