

# P99000005172

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H99000001397 1)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To: Division of Corporations  
Fax Number : (850) 922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

FILED  
99 JAN 19 PM 1:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## FLORIDA PROFIT CORPORATION OR P.A.

grueninger and pujol, p.a.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

(4)

HA9000001397

ARTICLES OF INCORPORATION  
OF  
GRUENINGER AND PUJOL, P.A.

FILED  
JAN 19 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation is GRUENINGER AND PUJOL, P.A.

ARTICLE II. DURATION AND COMMENCEMENT OF EXISTENCE

The corporation is to have perpetual existence, commencing at the filing of these articles with the Department of State.

ARTICLE III. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business and for the practice of Law.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have authority to issue is five hundred (500) shares of common stock at a par value of one dollar (\$1.00) per share.

Shares of stock may be disposed of by the corporation for such consideration, having a value of not less than par value of the shares issued therefore, as is determined from time to time by vote of the majority of the outstanding stock.

Treasury shares may be disposed of by the corporation for such consideration as may be determined from time to time by vote of the majority of the outstanding stock.

The consideration for the issuance of shares or for the disposal of treasury shares 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. Shares may not be issued until the full amount of consideration for which shares are to be issued shall have been received by the corporation; such shares shall be deemed fully paid and nonassessable.

The stock in the corporation shall be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code.

Prepared By:  
Susana R. Grueninger, Esquire  
Fla. Bar No. 0747769  
265 Sevilla Avenue  
Coral Gables, FL 33134  
(305) 447-6609

HA9000001397

49000001397

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the State of Florida 3191 Coral Way, Suite 1005, Miami, FL 33145 and the initial registered agent of this corporation at such address is Susana R. Grueninger.

Having been named as registered agent on whom process may be served for the above-stated corporation, at the place designated herein, I hereby accept said appointment as registered agent.

  
Registered Agent

ARTICLE VI. INCORPORATION

The name and address of the person signing these articles is Susana R. Grueninger, Esquire, 3191 Coral Way Suite 1005 Miami, FL 33145.

ARTICLE VII. PRINCIPAL OFFICE

The principal office of the corporation shall be located at 3191 Coral Way Suite 1005 Miami, FL 33145.

ARTICLE VIII. MANAGEMENT OF THE CORPORATION BY BOARD OF DIRECTORS

All corporate powers shall be exercised or under the authority of, and the business and affairs of this corporation shall be managed under the direction of a Board of Directors.

ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of the initial director of this corporation is Susana R. Grueninger, President 3191 Coral Way Suite 1005, Miami, FL 33145 and Jose Luis Pujol, Vice-President/Secretary 3191 Coral Way Suite 1005 Miami, Florida 33145.

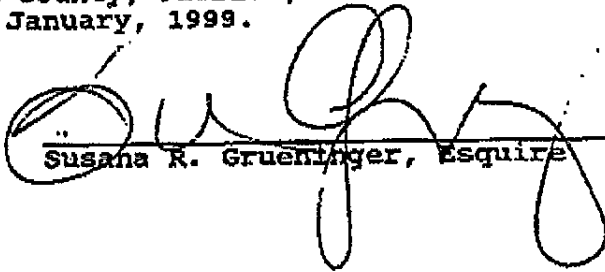
ARTICLE XI. AMENDMENT

The corporation reserves the right to amend, alter, change or repeal any or all of the provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by Statute, and all rights conferred upon by shareholders herein granted herein subject to this reservation.

49000001397

499000001397

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid, this 18th day of January, 1999.

  
Susana R. Grueninger, Esquire

STATE OF FLORIDA     )  
                              )SS  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 18th day of January, 1999, by Susana R. Grueninger, Esquire.

  
NOTARY PUBLIC - State of Florida

My Commission Expires:

Personally known X OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

FILED  
99 JAN 19 PM 1:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

499000001397