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99 MAR 22 PM 1:20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTHUR J. KLINE  
DONALD M. KLINE  
KEVIN F. KLINE\*  
ROBERT L. KLINE

\*MEMBER: FLORIDA AND N.Y. BARS

NATHANIEL J. KLINE  
(1904-1968)

CLARENCE W. MOORE  
(1912-1997)

March 19, 1999

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

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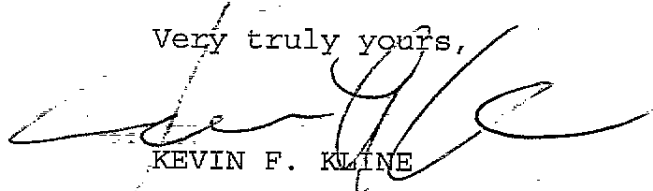
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Coral Gables Development Group, Inc.  
Filing Articles of Incorporation

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation of Coral Gables Development Group, Inc. along with our firm's check in the amount of \$78.75 to cover the filing fee of \$35.00, the certified copy fee of \$8.75 and the Registered Agent designation fee of \$35.00. Please file these Articles of Incorporation and return the certified copy to me in the enclosed self-addressed-stamped envelope.

Very truly yours,



KEVIN F. KLINE

KFK\oel  
Enclosures as cited  
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PA 3/25/99 ✓

ARTICLES OF INCORPORATION

OF

CORAL GABLES DEVELOPMENT GROUP, INC.

FILED  
99 MAR 22 PM 1:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I.

The name and address of this corporation are: CORAL GABLES DEVELOPMENT GROUP, INC., 18405 N.E. 30th Avenue, Aventura, Florida 33160.

II.

This corporation shall have perpetual existence, unless sooner dissolved according to law.

III.

This corporation is organized for the following purposes: To engage in the transaction of any and all lawful business whatsoever.

IV.

This corporation is authorized to issue One Thousand (1,000) shares of One (\$1.00) Dollar par value common stock.

V.

The street address of the initial registered office of this corporation is: 18405 N.E. 30th Avenue, Aventura, Florida 33160, and the name of the initial registered agent of this corporation at that address is: RONALD ROVER.

VI.

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from

time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors of this corporation shall be:

LUCIANO CACCIAMANI  
18405 N.E. 30th Avenue  
Aventura, Florida 33160

CARLOS CACCIAMANI  
18405 N.E. 30th Avenue  
Aventura, Florida 33160

FABIO POLANIA-VIDEA  
16965 S.W. 192nd Street  
Miami, Florida 33187

VII.

This corporation's initial officers shall be as follows:

President:	Ronald Rover
Vice President:	Carlos Cacciamani
Secretary:	Luciano Cacciamani
Treasurer:	Fabio Polania-Vieda

VIII.

The name and address of the incorporator shall be:

RONALD ROVER  
18405 N.E. 30th Avenue  
Aventura, Florida 33160

IX.

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors.

X.

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

XI.

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XII.

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 19th day of March, 1999.

  
RONALD ROVER

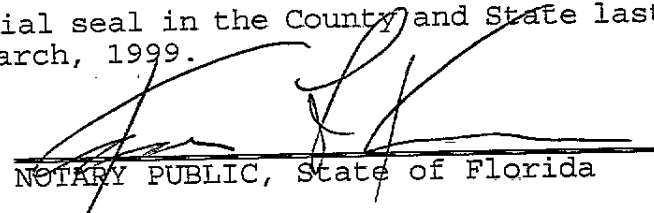
STATE OF FLORIDA )

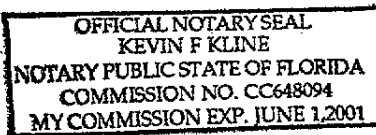
SS:

COUNTY OF MIAMI-DADE )

BEFORE ME, the undersigned authority personally appeared RONALD ROVER, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 19th day of March, 1999.

  
NOTARY PUBLIC, State of Florida



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 Chapter 48.091, Florida Statutes, the  
following is submitted, in compliance with said Act:

First that CORAL GABLES DEVELOPMENT GROUP, INC., desiring to  
organize under the Laws of the State of Florida, with its  
registered office, as indicated in Articles of Incorporation has  
named RONALD ROVER, 18405 N.E. 30th Avenue, Aventura, Florida  
33160, as its agent to accept service of process within this state.

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named to accept service of process for the above  
stated corporation, at the place designated in this Certificate,  
the undersigned hereby accepts to act in this capacity, and agrees  
to comply with the provisions of said Act relative to keeping open  
said office.

  
RONALD ROVER

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA