SPIEGEL & Utrera, P.A. (Requestor's Name) 343 ALMERIA AVENUE CORAL GABLES, FL 33134 - (305) 445-2700 OFFICE USE CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 1. 2. 3. 4. Certified Copy Pick up time ! Mail out Will wait Photocopy Certificate of Status **AMENDMENTS** NEW FILINGS Amendment Profit Resignation of R.A., Officer/Director NonProfit Limited Liability Change of Registered Agent Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ QUALIFICATION OTHER FILINGS 600002919346 Foreign Annual Report -06/30/99--01009--012 ***1960.00 *****70.00 Limited Fictitious Name Partnership Name Reservation Reinstatement <u>Trademark</u> 7-2-10 FT - 1222A-44 J JAT And vedebbors rondising The Control of the Angles Other Examiner's Initials 60 10M 30 WM 8 F6

RECEIVED

Shane-gri-La Enterprises, Inc.

ARTICLES OF INCORPORATION

OF

Shane-gri-La Enterprises, Inc.

99 JUN 30 AH IO: 24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is **Shane-gri-La Enterprises**, **Inc.**, (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

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

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 4101 Pinetree Drive, Suite 1704, Miami Beach, Florida 33140 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez 343 Almeria Avenue Coral Gables, Florida 33134

<u>ARTICLE 5 - OFFICERS</u>

The officers of the Corporation shall be:

President:

Scott W. Shane

Secretary:

Scott W. Shane

Treasurer:

Scott W. Shane

whose addresses shall be the same as the principal office of the Corporation.



ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Scott W. Shane

whose addresses shall be the same as the principal office of the Corporation.

ARTICLE 7 - CORPORATE CAPITALIZATION

- 7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.
- 7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.
- 7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 8 - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.



IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida,

ACCEPTANCE OF REGISTERED AGENT DESIGNATED **IN ARTICLES OF INCORPORATION**

Spiegel & Utrera, P.A., having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

Spiegel & Utrera, P.A.

Natalia Utrera, Vice Presi

