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FILED  
99 AUG 10 AM 9:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MARLON E. BRYAN\*  
THOMASINA H. WILLIAMS

\*ALSO ADMITTED IN NEW JERSEY

August 5, 1999

Department of State  
Division of Corporations  
Attention: Ms. Doris Brown  
Post Office Box 6327  
Tallahassee, Florida 32314

100002940871--2  
-07/26/99--01054--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Granda's Awning & Shutters, Inc.  
Reference No.: W-99-000017715

Dear Ms. Brown:

As per your letter dated July 30, 1999 (a copy of which is enclosed for your reference), enclosed is the original and one (1) copy of the Articles of Incorporation of Granda's Awning & Shutters, Inc. and the Certificate of Designation of Registered Agent/Registered Office.

Please process the Articles and forward to our office a Certificate and Letter of Acknowledgment.

Sincerely,

*Marilyn Figueras*  
Marilyn Figueras  
Legal Assistant

/mf  
Enclosures

789,2557,611,2551,2550  
499-17715

D. BROWN AUG 10 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 30, 1999

MARILYN FIGUERAS, L.A./ WILLIAMS & ASSOC., P.A.  
BRICKELL BAYVIEW CNTR., STE. 1830  
80 S.W. EIGHTH STREET  
MIAMI, FL 33130

SUBJECT: GRANDA'S AWNING & SHUTTERS, INC.  
Ref. Number: W99000017715

We have received your document for GRANDA'S AWNING & SHUTTERS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 299A00038903

**ARTICLES OF INCORPORATION**  
**OF**  
**GRANDA'S AWNING & SHUTTERS, INC.**

**FILED**  
**99 AUG 10 AM 9:12**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned incorporators, natural persons, competent to contract, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following articles of incorporation:

**ARTICLE I**  
**NAME**

The name of the corporation shall be:

**GRANDA'S AWNING & SHUTTERS, INC.**

**ARTICLE II**  
**INITIAL PRINCIPAL OFFICE**

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

**19750 Cypress Court**  
**Miami, Florida 33015**

**ARTICLE III**  
**CAPITAL STOCK**

The aggregate number of authorized shares is:

This corporation is authorized to issue Two Thousand (2000) shares of One and NO/100 Dollars (\$1.00) par value common stock. Each outstanding share shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders, unless otherwise designated as "NONVOTING" by a resolution recorded in the corporation's minute book and a similar legend on the subject certificate(s). The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefor, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed.

**ARTICLE IV**  
**INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial Registered Agent is:

**JORGE M. GRANDA, JR.**  
19750 Cypress Court  
Miami, Florida 33015

**ARTICLE V**  
**NAMES AND ADDRESSES OF THE INCORPORATORS**

The names and addresses of the Incorporators are:

**JORGE M. GRANDA, JR.**  
19750 Cypress Court  
Miami, Florida 33015

**RICARDO GRANDA**  
19183 Northwest 78th Court  
Miami, Florida 33015

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

All corporate power shall be exercised by and under the authority of the Board of Directors. All business and affairs of the corporation shall be managed under the direction of the Board of Directors. Any and all additional powers and duties conferred to or imposed upon the Board of Directors shall be by resolution of the shareholders. The number of directors may be either increased or diminished from time to time but shall never be less than one (1).

The name and address of the initial Directors are:

**JORGE M. GRANDA, JR.**  
19750 Cypress Court  
Miami, Florida 33015

**RICARDO GRANDA**  
19183 Northwest 78th Court  
Miami, Florida 33015

**ARTICLE VII**  
**DURATION**

The corporation is to commence its corporate existence on the date of filing by the Secretary of the State of Florida and will exist perpetually.

The corporation will not commence business until at least one hundred dollars (\$100.00) have been received by it as consideration for the issuance of shares. The delay in commencing business shall not continue more than ninety (90) days after the date of filing by the Secretary of the State of Florida.

**ARTICLE VIII**  
**PURPOSE**

The purpose of the corporation is:

The transaction of any and all lawful business for which corporations may be incorporated, including but not limited to those powers enumerated in Florida Statutes § 607.0302 et seq., as amended, and the doing of all lawful things related thereto.

**ARTICLE IX**  
**PREEMPTIVE RIGHTS**

Provisions limiting or denying to shareholders the preemptive rights to acquire additional or treasury shares of the corporation are reserved.

**ARTICLE X**  
**RESTRAINT ON TRANSFER OF SHARES**

The directors reserve the right to restrict and consent to all transfers of corporate stock to insure compliance with the requirements under 26 U.S.C. § 1361 (Subchapter S of the Internal Revenue Code).

**ARTICLE XI**  
**INDEMNIFICATION**

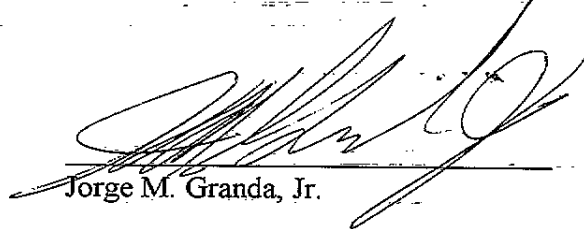
The corporation may indemnify any present or former officer, incorporator, or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

**ARTICLE XII**  
**AMENDMENT**


The shareholders reserve the right to alter, amend or repeal any provisions contained in these Articles of Incorporation, or to adopt new provisions. These Articles of Incorporation may be amended by a simple majority vote of the voting stock of the corporation that is present at any regular meeting of the shareholders called for the purpose. These Articles of Incorporation may be amended without a meeting as provided for in the Bylaws.

Granda's Awning & Shutters, Inc.  
4 of 4

IN WITNESS WHEREOF, the undersigned incorporators has executed these Articles of  
Incorporation, this 20<sup>th</sup> day of July, 1999.



Jorge M. Granda, Jr.



Ricardo Granda

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT/REGISTERED OFFICE**

FILED  
99 AUG 10 AM 9:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

**GRANDA'S AWNING & SHUTTERS, INC.**

2. The name and address of the registered agent and office is:

**JORGE M. GRANDA  
19750 Cypress Court  
Miami, Florida 33015**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designed 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.

  
\_\_\_\_\_  
**JORGE M. GRANDA**

  
\_\_\_\_\_  
**DATE**