

P9500045182

IN 13:33 FROM 10 199 2400 P.01

TO: DIVISION OF CORPORATIONS DEPARTMENT OF STATE 409 EAST GAINES STREET TALLAHASSEE, FL 32399 FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY 1492 W FLAGLER ST SUITE 200 MIAMI FL 33135-0-0000 CONTACT: RAY STORMONT PHONE: (305) 541-3694 FAX: (305) 541-3770 DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: R & C IMPORT & EXPORT, INC. FAX AUDIT NUMBER: H95000008532 DATE REQUESTED: 08/12/1995 CERTIFIED COPIES: 1 NUMBER OF PAGES: 4 ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED TIME REQUESTED: 10:20:21 CERTIFICATE OF STATUS: 0 METHOD OF DELIVERY: FAX ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

\*\* ENTER 'M' FOR MENU. \*\* ENTER SELECTION AND <CR>: Help F1 Option Menu F2

NUM CAPS Connect: 00:10

REC'D 55 JUN 12 PM 2:32 TALLAHASSEE, FLORIDA

*[Handwritten signature]* 6/12

④  
RECEIVED  
JUN 13 1995  
CORPORATION  
SECTION

H95000006532

ARTICLES OF INCORPORATION

OF

R & C IMPORT & EXPORT, INC

THE UNDERSIGNED, has executed the following document, as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is:

R & C IMPORT & EXPORT, INC

ARTICLE II - PRINCIPAL OFFICE

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

10035 NW 44th TERR, APT 105  
MIAMI, FLORIDA 33178

ARTICLE III - DURATION

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE IV - PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States or the State of Florida.

ARTICLE V - SHARES

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 1000 shares, having an individual par value of \$1.00. Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only (1) class of stock of this corporation.

(1)

H. Palacios & Assoc.  
H. Palacios  
400 SW 107th Ave. #300  
Miami, FL 33174  
(305) 220.2113

H95000006532

H95000006532

**ARTICLE VI**

**INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and street address of the initial registered Agent of this corporation is:

- a) Registered Agent ; RAFAEL CUAREZMA
- b) Street address : 10035 NW 44th TERR. APT 105  
MIAMI, FLORIDA 33178

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have (2) Directors initially. The number of Directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial Directors of this corporation are:

- President: RAFAEL CUAREZMA - 10035 NW 44th TERR. APT 105  
MIAMI, FLORIDA 33178
- Secretary: CLAUDIA GIRALDO - 8220 NW 8th STREET, MIA. FL 33126

**ARTICLE VIII - INCORPORATOR**

The name and address of the incorporator executing these Articles of Incorporation is:

CLAUDIA GIRALDO - 8220 NW 8TH STREET, MIAMI, FLORIDA 33126

**ARTICLE IX - AMENDMENT OF ARTICLES**

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

**ARTICLE X - PREEMPTIVE RIGHTS**

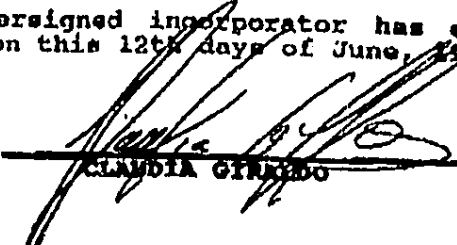
The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices terms and conditions that shall be negotiated by the interested stockholders. No stockholder of this corporation shall sell any stock of this corporation without first submitting the stock certificates along with a written offer to sell said stock during which time the corporation shall have the right to purchase said stock at a price equal to the written offer for a period of ninety days. The preemptive right of any holder is determined by the ratio to the

H95000006532

H95000006532

authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (authorized and issued).

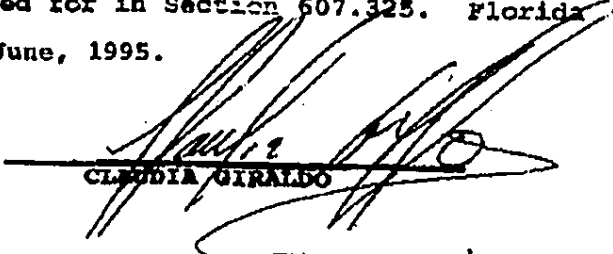
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12th day of June, 1995.

  
CLAUDIA GIRALDO

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as the Registered Agent for the Above corporation for the purpose of accepting service of process at the registered office designated in the Articles of Incorporation, I accept such appointment and am familiar with and accept the obligations provided for in Section 607.325. Florida Statutes.

Dated this 12th day of June, 1995.

  
CLAUDIA GIRALDO

(3)

FILED  
95 JUN 12 PM 2:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H95000006532