

7/16/97

P9700061817

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING SERVICE

1:54 PM

((H97000011601 6))

TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001
FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 073171003004
CONTACT: JOHNNY C RODRIGUEZ *Karen* FAX #: (305)672-9110
PHONE: (305)672-0686

NAME: ALROC INTERNATIONAL INC.
AUDIT NUMBER.....H97000011601
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 4
CERT. COPIES.....0 DEL.METHOD.. FAX
EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 16 PM 2:34

9/16

H97000011601

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
ALROC International Inc.

Article II. Address

The mailing address of the Corporation is:
ALROC International Inc.
4564 SW 71st Avenue
Miami FL 33155

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Alejandro Garcia
4564 SW 71st Avenue
Miami FL 33155

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Alejandro Garcia
Craig Rocco Marchetti

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Rodolfo Suarez, Esquire | FL Bar Member 013201
Rodolfo Suarez, P.A.
2801 S. Bayshore Drive, Suite 1500
Miami FL 33133
305-250-7150

H97000011601

Copyright © 1993-1997 CC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 16 PM 2:34

H97000011601

Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

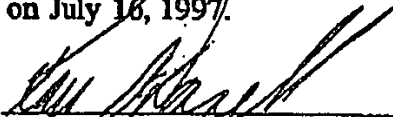
The name and address of the incorporator is:

Rodolfo Suarez, Esquire
Rodolfo Suarez, P.A.
2601 S. Bayshore Drive, Suite 1500
Miami FL 33133

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on July 16, 1997.

The undersigned incorporator executed these Articles of Incorporation on July 16, 1997.



RODOLFO SUAREZ, ESQUIRE
Kara O'Donnell as attorney-in-fact

Rodolfo Suarez, Esquire | FL Bar Member 013201
Rodolfo Suarez, P.A.
2601 S. Bayshore Drive, Suite 1500
Miami FL 33133
305-250-7150

H97000011601

Copyright © 1993-1997 CC

H9700011601

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 16 PM 2:34

CORPORATION:

ALROC International Inc.

REGISTERED AGENT/OFFICE:

**Alejandro Garcia
4564 SW 71st Avenue
Miami FL 33155**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



ALEJANDRO GARCIA
Kara O'Donnell as attorney-in-fact

Date: July 16, 1997

**Rodolfo Suarez, Esquire | FL Bar Member 013201
Rodolfo Suarez, P.A.
2601 S. Bayshore Drive, Suite 1500
Miami FL 33133
305-250-7150**

H9700011601

Copyright © 1993-1997 CC