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Florida Department of State
Division of Corporations
P.O. Box 6327
or
George Firestone Building
409 E. Gaines Street
Tallahassee, Fla. 32399

00 MAY 15 AM 8:48
RECEIVED
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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*****70.00 *****70.00

May 12 2000

Dear Department of State,

Enclosed please find the Articles of Incorporation for
ROOKIES WEST, INC.

Also enclosed is a check in the amount of \$ 70.00 covering
filing fees and payment of an executed copy of said
articles.

If there are any questions, please get in touch with
me directly.

Sincerely,



Robert H. Cohen
RHC Accounting & Tax Service
8061 W. McNab Road
Tamarac, FL 33321

D. BROWN MAY 18 2000

FILED
00 MAY 15 AM 8:48
CLERK OF DISTRICT COURT
JANUARY 19, 1968

ARTICLES OF INCORPORATION
OF
ROOKIES WEST, INC.

The undersigned, for the purposes of foregoing a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation.

ARTICLE I
Corporate Name and Address

The name of the corporation is Rookies West, Inc. and the address is 8061 W. McNab Rd Tamarac, Fl 33321.

ARTICLE II
Term of Existence

The duration of the corporation is perpetual, to be commenced with the filing of these articles of incorporation with the Department of State of the State of Florida.

ARTICLE III
Nature of Corporate Business

The general purpose for which the corporation is organized is
1. to engage in a retail sales firm and to do that which is incidental to the foregoing, or necessary, or desireable in order to accomplish the foregoing; and
2. to transact any other lawful business for which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE IV
Authorized Shares

The aggregate number of shares which the corporation is authorized to issue is 999 shares. Such shares shall be of single class and shall have a par value of \$1.00 per share.

ARTICLE V
Initial Agent

The address of the initial registered office of the corporation is 8061 W. McNab Rd Tamarac, Fl 33321 and has named Raul F. Flores as the registered agent.

ARTICLE VI
Initial Board of Directors

The number of directors/officers constituting the initial board of directors is three . (3)

The name and address of each person who is to serve as a member of the initial board is:

<u>NAME</u>	<u>ADDRESS</u>
Raul F. Flores	5300 SW 148th Ave Ft. Lauderdale, Fl 33330
Ruben Aguiar	15053 SW 50th Ct Davie, Fl 33330
Martin Pendlebury ✓ b. MDP	16740 Diamond Dr Weston, Fl 33331

ARTICLE VII
Incorporators

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Raul F. Flores	Same
Ruben Aguiar	Same
Martin Pendlebury	Same

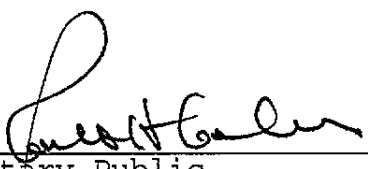
Executed on 5/12, 2000 by:

<u>Raul F. Flores</u> Raul F. Flores	<u>Ruben Aguiar</u> Ruben Aguiar
<u>Martin Pendlebury</u> Martin Pendlebury ✓ D.	

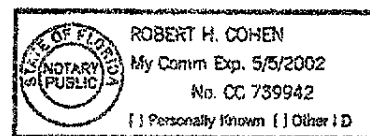
STATE OF FLORIDA
COUNTY OF BROWARD

I hereby certify that on this 12 day of May, 2000, before
me personally appeared Raul F. Flores, Ruben Aguiar and
Martin Pendlebury
D. MDP
directors of Rookies West, Inc.
under the laws of the State of Florida, to me
known to be the person described in and who executed the
foregoing instrument and severally acknowledge the execution
thereof to be their free act and deed as such directors.,
for the uses and purposes therein mentioned; and the said
instrument is the act and deed of said corporation.

Witness my signature and official seal on 5/12, 2000 in the
county of Broward and the State of Florida.



Notary Public
State of Florida



My Commission expires

FILED
00 MAY 15 AM 8:48
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF
PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY

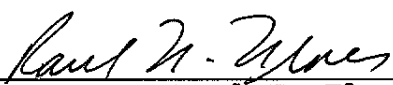
BE SERVED

In pursuance to chapter 48.901, Florida statutes, the
following is submitted in compliance with said act:

First---, ROOKIES WEST, INC.

desiring to organize under the laws of the state of Florida,
with its principal office, as indicated in the articles of
incorporation, at the city of has named Raul F. Flores
to accept service of process in the State of Florida.

Having been named to accept service of process for the above
stated corporation, at a place designated in this
certificate, I hereby accept to act in this capacity and
agree to comply with the provisions of said act relative to
keeping open said office.


By: Agent-Raul F. Flores