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PATRICK B. GIUNTA STUART N. HOUSE MICHAEL R. ROMM

May 18, 2000

Via FEDERAL EXPRESS

# **FILING INSTRUCTIONS**

Secretary of State Division of Corporations Amendment Section Attn: Ms. Susan Payne PERSONAL & CONFIDENTIAL 409 E. Gaines Street Tallahassee, FL 32399

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Santa Barbara Plaza

2189 SOUTHEAST 9<sup>TH</sup> STREET

POMPANO BEACH, FLORIDA 33062

Dear Clerk:

Enclosed please find various documents which need to be filed with the Secretary of State, Division of Corporations. The order in which the documents are to be filed is <u>crucial</u>. Please ensure that the following documents are filed and recorded in the order set forth on page 2., entitled Order of Filing:

1. Articles of Amendment of Change of Name of CHAOS RODS, INC. to 4 B ENTERPRISES, INC.

. . . . .

- Cancellation of Fictitious Name by Timothy D. Allen, of the Fictitious Name of CHAOS RODS, INC.
- Articles of Incorporation of CHAOS RODS, INC.
- 4. Application for Registration of Fictitious Name by CHAOS RODS, INC. for the Fictitious Name of CHAOS RODS.

For the Articles of Amendment of Change of Name of the original CHAOS RODS, INC. to the name of 4 B ENTERPRISES, INC., we have enclosed a check in the amount of \$43.75.

For the Cancellation of Fictitious Name, we have enclosed a check by Chaos Rods, Inc. in the amount of \$50.00.

For the Articles of Incorporation of the new corporation entitled CHAOS RODS, INC., we have enclosed a check in the amount of \$87.50.

For the Application for Registration of Fictitious Name by CHAOS RODS, INC. for the Fictitious Name of CHAOS RODS, we have enclosed a check in the amount of \$50.00.

(See instructions for the Order of Filing on the next page).

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Secretary of State Division of Corporations May 18, 2000 Page Two.

# IT IS CRITICAL THAT THE DOCUMENTS ARE FILED IN THE FOLLOWING ORDER:

# **ORDER OF FILING**

First:	Articles of Amendment of Change of Name of CHAOS RODS, INC. to 4 B ENTERPRISES, INC.
Second:	Cancellation of the Fictitious Name of CHAOS RODS, INC. signed by Timothy Allen.
Third:	Articles of Incorporation of the new corporation known as CHAOS RODS, INC.

Fourth & Last: Application for Registration of Fictitious Name.

Thank you for your immediate and careful attention to this matter. If you have any questions please do not hesitate to contact the undersigned.

Very truly yours,

Giunta, House & Romm, P.A.

IM By:

Michael R. Romm

MRR/mm Enc.

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## ARTICLES OF INCORPORATION OF

# CHAOS RODS, INC.

#### <u>ARTICLE I</u> <u>NAME</u>

The name of this corporation is Chaos Rods, Inc.

#### ARTICLE II DURATION

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This corporation shall have perpetual existence.

# ARTICLE III

<u>PURPOSE</u>

This corporation is organized for the purpose of transacting any or all lawful business.

#### ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00), par value common stock as follows:

#### ARTICLE V PRE-EMPTIVE RIGHTS

Each Shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the following:

A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; and

B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent

any warrant or warrants, or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

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This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. A written waiver signed by the Shareholder may also waive this right.

# ARTICLE VI BUSINESS ADDRESS AND PRINCIPAL PLACE OF BUSINESS

The initial address of the business of the Corporation shall be: Units 1313 and 1315 at the North G Center, 1303 Central Terrace, Lake Worth, FL 33460. The principal place of business of the corporation shall be **PALM BEACH COUNTY**, Florida.

#### ARTICLE VII INITIAL REGISTERED AGENT AND OFFICE OF THE REGISTERED AGENT

The initial registered agent of this corporation is MICHAEL R. ROMM, ESQ. of GIUNTA, HOUSE & ROMM, P.A. and the address of the initial registered agent of this corporation at that address is 2189 SOUTHEAST 9TH STREET, POMPANO BEACH, FLORIDA 33062.

#### ARTICLE VIII INITIAL BOARD OF DIRECTORS

This corporation shall have four directors. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than two (2). The name and address of the directors and officers of this corporation are:

Adolfo Castells President/Secretary Units 1313 and 1315 at the North G Center, 1303 Central Terrace, Lake Worth, FL 33460.

Summer Castells Director Units 1313 and 1315 at the North G Center, 1303 Central Terrace, Lake Worth, FL 33460.

Bryan Connley Vice President/Treasurer Units 1313 and 1315 at the North G Center, 1303 Central Terrace, Lake Worth, FL 33460.

Jessica Connley Director Units 1313 and 1315 at the North G Center, 1303 Central Terrace, Lake Worth, FL 33460.

# ARTICLE IX - INCORPORATORS

The name and address of the persons signing these Articles is:

# Adolfo Castells Units 1313 and 1315 at the North G Center, 1303 Central Terrace, Lake Worth, FL 33460

#### ARTICLE X INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE XI AMENDMENTS

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

IN WITNESS WHEREOF Incorporation this $\underline{/6}$ day of $\underline{/}$	the un	dersigned	incorporators	executed	these	Articles	of
$\frac{1}{2}$ meorporation time $\frac{1}{2}\omega$ day of $\frac{1}{2}$	Tay	<u></u>	,2000	$\sim$		Æ	2

STATE OF FLORIDA COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared <u>Adolfo Castells</u>, having produced identification in the form of <u>II driver's uc</u> otherwise known to me to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this <u>/6</u> day of <u>Marp</u>, 2000.

NOTARY PÚBLIC

Adolfo Castells

My Commission Expires:



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# CERTIFICATE OF REGISTERED AGENT

This is a certificate designating place of business or domicile for the service of process within Florida and naming agent upon whom process may be served.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

First, that ADOLFO CASTELLS, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at: Units 1313 and 1315 at the North G Center, 1303 Central Terrace, Lake Worth, FL 33460 has named MICHAEL ROMM, ESQUIRE, GIUNTA, HOUSE & ROMM, P.A., 2189 SOUTHEAST 9TH STREET, POMPANO BEACH, FLORIDA, 33062, as its agent to accept service of process within Florida.

SIGNATURES:	Adoino Cas	Canet .
Mariane Micesti Notary Public	MARIANNE MICCOLI Notary Public - State of Florida My Commission Expires Dec 1, 2000 Commission # CC604557	

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE 106 DATE

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