

P000000087628

**TRANSMITTAL LETTER**

Department of State  
Division of Corporations  
P.O. BOX 6327  
Tallahassee, FL 32314

**FILED**  
00 SEP 14 PM 12:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SUBJECT : Refritec Systems, Inc.**

600003393196--9  
-09/14/00--01046--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed please find an original and one(1) copy of the articles of incorporation for the above corporation and check in the amount of \$78.75 including Certificate of Status fee of \$8.75

**FROM:** SAL GANEM  
  
2124 N.E. 123 ST # 203  
  
MIAMI, FL 33181  
  
(305)8991259

**NOTE:** Additional copy of articles of incorporation is needed when certified copy is requested.

**D. BROWN SEP 15 2000**

**ARTICLES OF INCORPORATION**  
**OF**

**Refritec Systems, Inc.**

**FILED**  
**00 SEP 14 PM 12:23**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

We, the undersigned, being of legal age, do hereby associate for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations..

**ARTICLE I**

The name of the corporation shall be:

**Refritec Systems, Inc.**

**ARTICLE II**

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to engage in and of any and all activities or businesses permitted under the laws of the United States and the State of Florida.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

100 shares @ \$1.00 par value.

**ARTICLE IV**

This corporation shall exist perpetually unless sooner dissolved according to law and said corporation's existence shall commence on the date of subscription and acknowledgment of this Certificate of Incorporation and upon the filing of the same by the Secretary of State.

**ARTICLE V**

The initial street address of said corporation shall be at

**Refritec Systems, Inc.**

2124 N.E. 123 St. #203

N.Miami, Fl 33181

with the privilege of having its office and branch offices at other places within or without the State of Florida

## **ARTICLE VI**

The number of directors of this corporation shall not be less than one (1) nor more than seven (7). The corporation shall initially have one ( 1 ) Director.

## **ARTICLE VII**

The corporation shall be managed by a Board of Directors unless the stockholders shall by a majority vote hereafter determine that the corporation shall be managed by the stockholders. If the corporation is managed by Directors, the exact number of Directors shall be determined by the stockholders from time to time, but at no time shall there be less than one (1) director. At no time shall the corporation be managed by the stockholders unless there is at least one(1) stockholder.

## **ARTICLE VIII**

Any restrictions imposed by the corporation on the sale or other disposition of its shares and on the transfer thereof must be noted conspicuously on each certificate representing shares to which the restriction applies.

## **ARTICLE IX**

The names and addresses of the first Board of Directors of this corporation, who shall hold office for the first year or until their successors are elected shall be:

### **NAMES**

Nasr Bawi  
1100 Satinleaf Street  
Hollywood, Fl 33019

### **OFFICERS**

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## **ARTICLE X**

These Articles may be amended, when approved by a majority of the Directors and Stockholders.

The corporation shall indemnify directors or officers, or subscribers and their heirs, and assigns , against all expenses, actually and necessarily incurred in connection with the defense or settlement of any claim action, suit or proceeding in which they by reason of being or having been directors or officers , except in relation to matters as to which any such directors or officer shall be adjudged to be liable for gross negligence or willful misconduct in the performance of duty . Such indemnification shall be in addition to any other rights to which the indemnification may be entitled under any law, or by-law, agreement, vote of stockholders , or otherwise.

The private property of the Stockholders shall not be subject to the payment of the corporate debts in any extent whatever.

FILED  
00 SEP 14 PM 12:24  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE XI

The Registered Agent to accept service of process within this State for said corporation shall be:

Nasr Bawi

Address: 1100 Satinleaf Street  
Hollywood, FL 33019

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

Nasr A. Bawi

SIGNATURE

PRESIDENT

TITLE

9/11/00

DATE

IN WITNESS WHEREOF, we, the undersigned, being the original subscribers to the capital stock hereinabove named and the Incorporators, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and do respectively agree to take the number of shares hereinabove set forth, and hereunto set our hands and seals this      day of Sep, 2000

Nasr A. Bawi

SIGNATURE

9/11/00

DATE

STATE OF FLORIDA      COUNTY : DADE

Before me the undersigned authority personally appeared Nasr Bawi known by me to be the individual described in, and who executed the foregoing Certificate of Incorporation, and who has acknowledged before me that they executed the same for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Dade County, Florida, this // day of Sep. 2000

My Commission Expires

S. Ghanem

Notary Public

