

TRANSMITTAL LETTER

P00000108493

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

FILED  
00 NOV 21 PM 1:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

500003461775--8  
-11/13/00--01128--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: ROSAL, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee  
☐ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy  
☐ \$87.50 Filing Fee, Certified Copy & Certificate of Status  
**ADDITIONAL COPY REQUIRED**

FROM: KHAMIDOUCCINA KELLER, ROSA  
Name (Printed or typed)

25 OLD KINGS RD, N, #4-B  
Address

TACM COAST, FL 32137  
City, State & Zip

(904) 451-8451  
Daytime Telephone number

11/13/00 14:53:33  
W/00-27081

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

November 14, 2000

UNITED CONSULTING SERVICE CENTER  
25 OLD KINGS RD., N., #4-B  
PALM COAST, FL 32137

SUBJECT: ROSAL, INC.  
Ref. Number: W00000027081

We have received your document for ROSAL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 200A00058566

# ARTICLES OF INCORPORATION

OF

**ROSAL, INC.**

**FILED**  
NOV 21 PM 1:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

## ARTICLE 1 - NAME

The name of the Corporation is **ROSAL, INC.,** (hereinafter, "Corporation").

## ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

## ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 25 Old Kings Road North, Suite 4B, Palm Coast, Florida 32137 and the mailing address is the same.

## ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Rosa Khamidoullina Keller  
25 Old Kings Road North, Suite 4-B  
Palm Coast, Florida 32137

## ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	Rosa Khamidoullina Keller
Secretary:	Rosa Khamidoullina Keller
Treasurer:	Rosa Khamidoullina Keller

whose addresses shall be the same as the principal office of the Corporation.

#### ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Rosa Khamidoullina Keller

whose addresses shall be the same as the principal office of the Corporation.

#### ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

#### ARTICLE 8 - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

#### ARTICLE 9 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

#### ARTICLE 10 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

#### ARTICLE 11 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

#### ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is 25 Old Kings Road: North, Suite 4B, Palm Coast, Florida 32137

#### ARTICLE 13 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

#### ARTICLE 14 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### ARTICLE 15 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

The undersigned incorporator has executed these Articles of  
Incorporation this 9<sup>th</sup> day of November 2000.

KHAMIDULLINA ROSA

Rosa Khamidoullina Keller, President

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**

000057/21 PM 1:07

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the Corporation is:

ROSAL, INC.

2. The name and address of the registered agent and office is:

ROSA KHAMIDOU LLINA KEUER  
(Name)

25 OLD KINGS RD, N, #4-B  
(P.O. Box NOT acceptable)

PACM COAST, FL 32137  
(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

KHAMIDOU LLINA ROSA  
Signature

11.17.00  
Date