

Charter Number Only

FD1000029468

VALIDATION ONLY

Requestor's Name  
Ritchi U.S.A., Inc.  
Address  
19333 COLLINS AVE. #801  
Sunny Isles, FL 33160.  
City State ZIP Phone

400003852004-3  
-03/22/01-01013-003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

Ritchi U.S.A., Inc.

RECEIVED  
MAR 22 AM 8:51  
DIVISION OF CORPORATION



Empire Toll Free: 1-800-432-3028

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| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input checked="" type="checkbox"/> NonProfit      | <input type="checkbox"/> Foreign         | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
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| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
OF  
RITCHI U.S.A., INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**FILED**  
01 MAR 22 AM 10:11  
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TALLAHASSEE FLORIDA

**ARTICLE I**

**NAME**

The name of the corporation is: RITCHI U.S.A., INC. located at 19333 Collins Avenue, Suite 801, Sunny Isles, Florida 33160.

**ARTICLE II**

**DURATION AND BEGINNING OF CORPORATE EXISTENCE**

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be upon the filing of the Articles of Incorporation by the Department of State.

**ARTICLE III**

**NATURE OF BUSINESS**

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

**ARTICLE IV**

**CAPITAL STOCK**

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is:

100 shares of Common Stock of a par value of \$1.00 per share.

Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have preemptive rights to subscribe to the corporation's securities.

## ARTICLE V

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida is: 460 S.E. 7<sup>th</sup> Avenue, Hialeah, Florida 33010. The name of the initial registered agent of this corporation at that address is: Elbert R. Alfaro, Esq.

## ARTICLE VI

### PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 19333 Collins Avenue, Suite 801, Sunny Isles, Florida 33160.

## ARTICLE VII

### INITIAL BOARD OF DIRECTORS

The corporation shall have Three (3) initial director(s). The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the by-laws of the corporation.

The name and street address of the initial directors are as follows:

Rocio D. Vidal-Barreto, President.  
19333 Collins Avenue  
Suite 801  
Sunny Isles, Florida 33160

Ricardo Lechter Lopez, Vice-President  
19333 Collins Avenue  
Suite 801  
Sunny Isles, Florida 33160

Miguel M. Murcia, Secretary, Treasurer  
11043 N.W. 72<sup>nd</sup> Terrace  
Miami, Florida 33178

## ARTICLE VIII

### INCORPORATOR

The name and address of the Incorporator subscribing to these Articles of Incorporation is:

Rocio D. Vidal-Barreto  
19333 Collins Avenue  
Suite 801  
Sunny Isles, Florida 33160

## ARTICLE IX

### BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

## ARTICLE X

### INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any person who was or is a party to any proceeding (other than an action by, or in the right of, the corporation), by reason of the fact that he or she is or was a director, officer, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

## ARTICLE XI

### AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19th day of March, 2001.



By: Rocio D. Vidal-Barreto  
Incorporator

**CERTIFICATE OF REGISTERED AGENT OF**

**RITCHI U.S.A., INC.**

Pursuant to Sections 48.091 and 607.034 of the Florida Statutes, the following is submitted, in compliance therewith:

That RITCHI U.S.A., INC. desiring to organize under the laws of the State of Florida with its principal office: 19333 Collins Avenue, Suite 801, Sunny Isles, Florida, 33160, has named: Elbert R. Alfaro, Esq., 460 S.E. 7<sup>th</sup> Avenue, Hialeah, Florida, its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

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

Dated this 19<sup>TH</sup> day of March, 2001.

By: \_\_\_\_\_

Elbert R. Alfaro, Esq.  
Registered Agent

**FILED**  
01 MAR 22 AM 10:46  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA