

P010000042476



ACCOUNT NO. : 072100000032  
REFERENCE : 131008 134074A  
AUTHORIZATION : *Patricia Pigjito*  
COST LIMIT : \$ 70.00

FILED  
2001 APR 27 PM 12:37  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ORDER DATE : April 27, 2001  
ORDER TIME : 11:05 AM  
ORDER NO. : 131008-005  
CUSTOMER NO: 134074A

000004084790--7

CUSTOMER: Daniel J. Rose, Esq  
Saraga & Lipshy, P.a.  
201 Northeast First Avenue  
Delray Beach, FL 33444

DOMESTIC FILING

NAME: R&N PROPERTY INVESTMENTS,  
INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165  
EXAMINER'S INITIALS:

RECEIVED  
01 APR 27 AM 11:27  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*S* 4/27/01

ARTICLES OF INCORPORATION  
OF  
R&N PROPERTY INVESTMENTS, INC.  
(hereinafter the "Corporation")

2001 APR 27 PM 12:37

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation shall be :

R&N PROPERTY INVESTMENTS, INC.

The principal place of business address of this Corporation shall be:

Post Office Box 812287  
Boca Raton, Florida 33481

The principal mailing address of this Corporation shall be:

Post Office Box 812287  
Boca Raton, Florida 33481

ARTICLE II NATURE OF BUSINESS

The general purposes for which the Corporation is organized are:

1. To engage in or transact in any other or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock that the Corporation shall have the authority to issue shall be one hundred (100) shares. This Corporation is authorized to issue the aforementioned shares of stock as follows:

- A. Designation: The stock of this Corporation shall be known as common stock.
- B. Authorized Stock: The maximum number of shares of common stock that this Corporation may issue is: one thousand (1,000).
- C. Par Value: Each share of common stock shall have no par value.
- D. Consideration: Shares of common stock may be issued in exchange for cash, personal property, inventory, real property, labor or services rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the

judgement of the Board of Directors as to the value of any such consideration shall be conclusive.

- E. Voting Rights: Each share of common stock shall entitle the record holder thereof to one vote upon each proposal presented at meetings of the stockholders of the Corporation.
- F. Cumulative Voting: No holder of common stock shall be entitled to any right of Cumulative voting.
- G. Dividends: Record holders of common stock are entitled to receive their pro-rate share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.

#### ARTICLE IV TERM OF EXISTENCE

This Corporation is to exist perpetually.

#### ARTICLE V MINIMUM CAPITAL

The amount of capital with which the Corporation shall begin business shall not be less than five hundred (\$500.00) dollars, or such greater amount as may be determined by the Board of Directors.

#### ARTICLE VI BOARD OF DIRECTORS

This Corporation shall at all times have at least two Directors. The Stockholders of this Corporation may from time to time, and at any time, increase or diminish the size of the Board of Directors of this Corporation, provided that the Corporation shall at all times have a minimum of one Director. The Directors who shall hold office the first year of the Corporation's existence or until their successor is elected is as follows:

Adrian Rose  
c/o Daniel J. Rose, Esq.  
Saraga & Lipshy, P.A.  
201 NE 1<sup>st</sup> Avenue  
Delray Beach, Florida 33431

Mark Nesta  
c/o Daniel J. Rose, Esq.  
Saraga & Lipshy, P.A.  
201 NE 1<sup>st</sup> Avenue  
Delray Beach, Florida 33431

ARTICLE VII CORPORATE OFFICERS

The Corporation shall have a President, Vice President, Secretary, and Treasurer who shall be appointed by the Board of Directors. The initial Corporate Officers who shall hold office the first year of the Corporation's existence or until their successors are appointed are as follows:

Adrian Rose President  
c/o Daniel J. Rose, Esq.  
Saraga & Lipshy, P.A.  
201 NE 1<sup>st</sup> Avenue  
Delray Beach, Florida 33431

Mark Nesta, Vice President  
c/o Daniel J. Rose, Esq.  
Saraga & Lipshy, P.A.  
201 NE 1<sup>st</sup> Avenue  
Delray Beach, Florida 33431

Mark Nesta, Secretary  
c/o Daniel J. Rose, Esq.  
Saraga & Lipshy, P.A.  
201 NE 1<sup>st</sup> Avenue  
Delray Beach, Florida 33431

Adrian Rose, Treasurer  
c/o Daniel J. Rose, Esq.  
Saraga & Lipshy, P.A.  
201 NE 1<sup>st</sup> Avenue  
Delray Beach, Florida 33431

ARTICLE VIII INCORPORATORS

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

Daniel J. Rose, Esq.  
Saraga & Lipshy, P.A.  
201 NE 1<sup>st</sup> Avenue  
Delray Beach, Florida 33431

ARTICLE IX DESIGNATION OF REGISTERED OFFICE  
AND OF REGISTERED AGENT

The initial Registered office for this Corporation shall be:

Saraga & Lipsy, P.A.  
201 NE 1<sup>st</sup> Avenue  
Delray Beach, Florida 33431

FILED  
2001 APR 27 PM 12:37  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

and the name of the initial Registered Agent for this Corporation shall be:


Saraga & Lipsy, P.A.

at the above address.

STATE OF FLORIDA            )  
  )  
COUNTY OF PALM BEACH    )

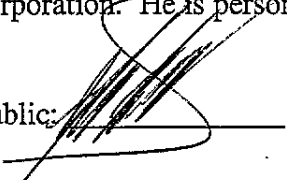
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 26 day of April, 2001. I hereby am familiar with and accept the duties and responsibilities as registered agent.

Signature of Incorporator / Registered Agent

  
\_\_\_\_\_  
Daniel J. Rose, Esq.

STATE OF FLORIDA            )  
  )  
COUNTY OF PALM BEACH    )

The foregoing instrument was acknowledged before me this 26 day of April, 2001 by Daniel J. Rose, Esq.. on behalf of R&N PROPERTY INVESTMENTS, INC., a Florida corporation, on behalf of the Corporation. He is personally known to me and did/did not take an oath.

Notary Public:   
\_\_\_\_\_  
Print Name: \_\_\_\_\_



My Commission Expires: \_\_\_\_\_ (seal)