P01000063863

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE
(Requestor's Name)
3320 S.W. 87 AVENUE
(Address)
MIAMI, FLORIDA (305)552-5973
(City, State, Zip) (Phone #)
TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. R.G. ENTERPRISES, INC. (Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

800004438798--5
-06/25/01--01029--012
*****78.75 *****78.75

4. (Corporation Name) (Document #)

[X] Walk in [X] Pick up time 2:00 [X] Certified Copy

[ ] Mail out [ ] Will wait [ ] Photocopy [ ] Certificate of Status

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 JUN 25 AM 10:51

FILED
01 JUN 27 PM 1:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NEW FILINGS	
X	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

6/27

~~W01-14680~~

Examiner's Initials TS 6/27/01

CR2E031(9/92)

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 25, 2001

LAZARUS CORPORATE FILING SERVICE
3320 SW 87 AVENUE
MIAMI, FL

SUBJECT: R.G. ENTERPRISES, INC.
Ref. Number: W01000014680

We have received your document for R.G. ENTERPRISES, INC. and check(s) totaling $78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 487-6052.

Pamela Smith
Document Specialist
New Filings Section

Letter Number: 301A00038288

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 JUN 27 AM 10: 40
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

FILED
01 JUN 27 PM 1:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

R-GALLO ENTERPRISES, INC.

The undersigned subscriber to those Articles of Incorporation, each a natural person competence to contact, hereby associated themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I-NAME

The name of the corporation is R-GALLO ENTERPRISES, INC.

ARTICLE II-DURATION

This corporation shall have perpetual existence.

ARTICLE III-PURPOSE

This corporation may engage or transact in any 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 IV-CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of fifty cents par value common stock, which shall be designed "Common Shares."

ARTICLE V- PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his pro rata share thereof (as nearly as my done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 3645 SW 25 Street, Miami, FL 33133, and the name of the initial registered agent of this corporation at that address is Rodolfo Rodriguez-Gallo.

ARTICLE VII-INCORPORATION

The name and address of the person signing these articles is:

RODOLFO RODRIGUEZ-GALLO
3645 SW 25 Street
Miami, FL 33133

ARTICLE VIII- BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the shareholders.

ARTICLE IX-CALLING OF SPECIAL MEETING

Special meetings of shareholders may be called by Certified Mail, Return-Receipt Requested giving five (5) days written notice.

ARTICLE X-SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided by law, except as provided for in Article XVIII.

ARTICLE XI-MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE XII-POWERS

This corporation shall have all of the corporate power enumerated in the Florida General Corporation Act.

ARTICLE XIII-MEETING BY TELEPHONE CONFERENCE

Shareholders may participate in special meetings by means of telephone conference as provided by law.

ARTICLE XIV-ACTIONS BY SHAREHOLDERS WITHOUT A MEETING

The shareholders may take action by written consent, as provided by law.

ARTICLE XV-DIVIDENDS

Dividends may be paid to shareholders only out of the unreserved and unrestricted earned surplus of the corporation.

ARTICLE XVI-INDEMNIFICATION

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

ARTICLE XVII-AMENDMENT

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 shareholders in subject to this reservation.

ARTICLE XVIII-NOTICE

Any notice required herein shall be by certified mail, return receipt requested, or hand delivered to the Stockholders at the following address:

RODOLFO RODRIGUEZ-GALLO
3645 SW 25 Street
Miami, FL 33133

ARTICLE XIX-INITIAL DIRECTORS AND OFFICERS

This corporation shall initially have one director, his/her name and address are as follows:

RODOLFO RODRIGUEZ-GALLO
3645 SW 25 Street
Miami, FL 33133

ARTICLE XX-PRINCIPAL OFFICE ADDRESS

The initial address of the principal office of this corporation in the State of Florida is 3645 SW 25 Street, Miami, FL 33133. The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

IN WITNESS WHEREOF, the undersigned subscribers have executed the Articles of Incorporation on this 10 day of June, 2001.

RODOLFO RODRIGUEZ-GALLO

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State of County set forth above, personally appeared RODOLFO RODRIGUEZ-GALLO, who is personally known to me ✓ or has produced ______________ as identification, and who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed those Articles of Incorporation.

WITNESS my hand and seal in the County and State aforementioned on this 10 day of June, 2001.

G. DIAZ BERGNES
My Comm. Exp. 6/12/2001
Bonded by Service Ins.
No. CC 649332
[✓] Personally Known [ ] Other I.D

Notary Public

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHING FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is Submitted:

First, that R-Gallo Enterprises, INC desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida, has named RODOLFO RODRIGUEZ-GALLO, located at 3645 SW 25 Street, Miami, FL 33133, as its agent to accept service of process within the State of Florida.

Rodolfo Rodriguez-Gallo

Date: June 10, 2001

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.

Rodolfo Rodriguez-Gallo
Resident Agent

Date: June 10, 2001

FILED
01 JUN 27 PM 1:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA