

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

THE ROCK ENTERPRISES, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 18, 2001

YESIT J. CAMPO

SUBJECT: THE ROCK ENTERPRISES, INC.
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FAX Aud. #: H01000082348
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

CERTIFICATE OF INCORPORATION
OF
THE ROCK ENTERPRISES OF MIAMI, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I - NAME

The name of the corporation shall be:

THE ROCK ENTERPRISES OF MIAMI, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**11511 S.W. 122nd Ave.
Miami, FL 33186**

ARTICLE III - PURPOSE

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 (one) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of cash of any new common stock of this corporation shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by: Yesit J. Campo, P. A.
9572 NW 41st Street
Miami, FL 33178
(305) 593-2003

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ARTICLE VI – INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

**Luisa Margarita Ferretti
11511 S. W. 122nd Ave.
Miami, Fl. 33186**

ARTICLE VII – BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one.

(1). The initially directors of this corporation are:

Luisa Margarita Ferretti	11511 S.W. 122nd Ave.
President	Miami, Fl. 33186

ARTICLE VIII – INCORPORATOR

The name and street address of the incorporator to these articles is:

**Luisa Margarita Ferretti
11511 S. W. 122nd Ave.
Miami, Fl. 33186**

ARTICLE IX – INDEMNIFICATION

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

ARTICLE X – BY LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the board of directors and the shareholders. In witness whereof, the undersigned incorporator has executed these articles of incorporation this 27th day of June, 2001.


Luisa Margarita Ferretti

**CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSED:

That **The Rock Enterprises of Miami, Inc.**, desiring to organize under the laws of the state of Florida has appointed 11511 S. W. 122nd Ave. Miami, Fl. 33186 as registered agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named by the first board of directors of **The Rock Enterprises of Miami, Inc.**, to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to the act in this capacity, and agree to comply with the applicable provisions of the Florida Statutes, this 27th day of June, 20 ..


Luisa Margarita Ferretti
Registered Agent

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