

**P01000106008**  
**BERNARDO PROTANO, ESQUIRE, P.A.**

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HOLLYWOOD, FL 33020 U.S.A.  
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VINCENT PAUL ANDREANO  
of Counsel

October 30, 2001

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
ATTN: New Filings

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-11/01/01--01029--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

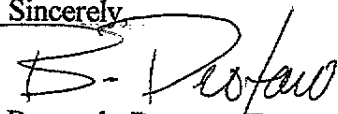
To whom it may concern:

Enclosed please Articles of Incorporation for On the Rise Corp. These Articles are being submitted for the purpose of forming a new Florida Corporation. I am submitting 2 (two) copies of the Articles in order to have a certified copy returned to me in the enclosed self addressed stamped envelope.

Also enclosed please find check number 1109 in the amount of \$78.75 (seventy-eight dollars and seventy-five cents) to cover the filing fee, registered agent fee, and certified copy fee.

If there are any questions or comments regarding these Articles or contents of the mailing, please feel free to contact this office at the above address or numbers. Thank you for your attention to this matter.

Sincerely,

  
Bernardo Protano, Esq.

enc.: Articles for On the Rise Corp. (2 sets)  
Check #1109; \$78.75

FILED  
01 NOV - 1 AM 11:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**On the Rise Corp.**

**FILED**

**01 NOV -1 AM 11:43**

**SECRETARY OF STATE  
TALLAHASSEE FLORID.**

The undersigned, acting as Incorporator for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation.

**ARTICLE I:** The name of the Corporation is On the Rise Corp.

**ARTICLE II:** The principle place of business and mailing address of this Corporation shall be 9850 N.W. 15<sup>th</sup> Court, Pembroke Pines, Florida 33024.

**ARTICLE III:** The aggregate number of shares of stock that On the Rise Corp. shall have the authority to issue and have outstanding at any one time is 1000 shares of the Capital Stock with a par value of \$.0025 per share.

Initial Issue: 1000 shares of the Capital Stock of On the Rise Corp. shall be issued at a par value of \$.0025 per share.

Dividends: The holders of the outstanding Capital Stock shall be entitled to receive, when and as declared by

the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of On the Rise Corp.

Class of Stock: The shares of On the Rise Corp. are not to be divided into classes. There shall be only one class of shares authorized, issued and outstanding.

**ARTICLE IV:** The name and Florida street address of the initial Registered Agent are:

BERNARDO PROTANO, ESQUIRE, P.A.  
2301 NORTH 22<sup>ND</sup> AVENUE  
HOLLYWOOD, FLORIDA 33020

**ARTICLE V:** The name and address of the Incorporator is:

BERNARDO PROTANO , ESQUIRE, P.A.  
2301 NORTH 22<sup>ND</sup> AVENUE  
HOLLYWOOD, FLORIDA 33020

**ARTICLE VI:** The purpose for which On the Rise Corp. is organized is to engage sales and distribution of food products and any other activity of business permitted under the laws of the state of Florida and of the United States.

**ARTICLE VII:** The initial Board of Directors shall consist of one Director, Frank Agate or his designee/successor; a director is not required to be a resident of the state of Florida nor be a shareholder of On the Rise Corp. however, On the Rise Corp. shall be authorized to increase or decrease the number of members of the Board of Directors by a vote of two-thirds of the Shares of Stock in favor of such a proposal.

**ARTICLE IIX:** The name and address of the person who shall serve as Director until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, is as follows:

Frank Agate  
9850 N.W. 15<sup>th</sup> Court  
Pembroke Pines, Florida 33024

**ARTICLE IX:** Two-thirds of the Stockholders of On the Rise Corp. shall be required for any shareholder action.

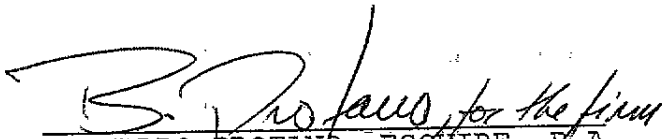
**ARTICLE X:** The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a Stockholders meeting, with not less than a two-thirds vote of the common stock.

**ARTICLE XI:** The holders of the common stock of On the Rise Corp. shall have the preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such share(s) of the stock of On the Rise Corp. as may be issued for money, any property, or services from time to time, in addition to that stock authorized and issued by On the Rise Corp. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of stock held by the holder to all shares of common stock currently authorized and issued.

**ARTICLE XII:** Where permitted by law, the Board of Directors will be permitted to conduct meetings of the Board of Directors by conference telephone call, provided two-thirds of

the Board of Directors consent to said meeting via conference telephone call. Said consent must be confirmed in writing.

IN WITNESS OF, the undersigned has made and subscribed of these Articles of Incorporation in Broward County, Florida, on this 30<sup>th</sup> day of October 2001.

  
BERNARDO PROTANO, ESQUIRE, F.A.  
REGISTERED AGENT AND INCORPORATOR

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for On the Rise Corp.

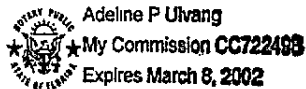
B. Protano for the firm.  
BERNARDO PROTANO, ESQUIRE, P.A.

STATE OF FLORIDA:  
COUNTY OF BROWARD:

BEFORE ME, the undersigned authority, personally appeared, BERNARDO PROTANO, who, is to me well known to be the person described in and who subscribed the above Articles of Incorporation and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the purpose and uses therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the County and State last aforesaid on this 30<sup>th</sup> day of October, 2001.

Adeline P. Uivang  
Notary Public - State of Florida  
Seal:



FILED  
01 NOV - 1 AM 11:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA