OFFICE S.W. 87 AVENUE MIAMI, FLORIDA (305)552-5973 TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) OFFICE USE ONLY COMPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Document #) 2. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Rick up time Certified Copy Mail out Will wait Certificate of Status Photocopy AMENDMENTS NEW FILINGS Profit Amendment Resignation of R.A., Officer/Director NonProfit Limited Liability Change of Registered Agent Dissolution/Withdrawal Domestication Other Merger REGISTRATION/ QUALIFICATION A OTHER FILINGS Annual Report Foreign **Fictitious Name** Limited Partnership 62 71 330 FO Name Reservation Reinstatement Trademark Other Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 17, 2001

**LAZARUS** 

MIAMI, FL

SUBJECT: R & Y CORPORATION Ref. Number: W01000028755

We have received your document for R & Y CORPORATION. However, the document has not been filed and is being returned for the following:

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.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole Corporate Specialist New Filings Section

Letter Number: 401A00065995

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# ARTICLES OF INCORPORATION

## **OF**

OT DEC 18 PH 3: 13

R & Y OF MIAMI, CORP.

THE UNDERSIGNED incorporated hereby makes, subscribes, acknowledges and files with the Department of State this corporation for profit in accordance with the law of the State of Florida.

#### ARTICLE I NAME OF CORPORATION

The name of the corporation shall be:

R & Y OF MIAMI, CORP. .

#### ARTICLE II NATURE OF BUSINESS

The general nature of the business to be transacted by the Corporation shall be to engage in any lawful act permitted under the laws of the United States of America and of the State of Florida, as limited by the provisions of the Florida Corporation Act.

#### ARTICLE III CAPITAL STOCK

The maximum number of shares of capital stock authorized to be issued by this corporation shall be **ONE HUNDRED SHARES** of common stock with no par value.

Each of said shares of stock should entitle the holder to on vote at any meeting of the stockholders. All or any part of said capital stock might be paid in cash, in property (other than stock securities) or in labor or services at a fair valuation to be fixed by the incorporator. All stock, when issued, shall be fully paid for and shall be non-assessable.

#### ARTICLE IV INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall be no less than FIVE HUNDRED DOLLARS (\$ 500.00).

ARTICLE V TERM OF EXISTENCE

This corporation shall have perpetual existence.

#### ARTÌCLE VI PRINCIPLE OFFICE

The following shall be the street and principal office of this corporation, but this corporation shall have the power to move the principal office to any other address in the State of Florida, and to establish branch offices in their places of business at such other places within or without the State of Florida that may be deemed expedient:

#### 11865 CORAL WAY MIAMI, FL. 33175

#### ARTICLE VII BOARD OF DIRECTORS

This corporation shall have not less than two directors initially. The number of directors may be increased or diminished from time to time, by the By-laws adopted by the stockholders. The names and street addressee of the members of the first Board of Directors is:

ROBERTO F. ITURRALDE PRESIDENT 14775 SW 174<sup>TH</sup> STREET MIAMI, FL. 33187

JANET M. ITURRALDE VICE-PRESIDENT

14775 SW 174<sup>TH</sup> STREET MIAMI, FL. 33187

#### ARTICLE VIII SUBSCRIBERS

The names and addresses of the subscribers of these Articles of Incorporation, and the number of shares of stock, which they agree to take, are:

ROBERTO F. ITURRALDE 50 SHARES 14775 SW 174<sup>TH</sup> STREET MIAMI, FL. 33187

JANET M. ITURRALDE 50 SHARES 14775 SW 174<sup>TH</sup> STREET MIAMI, FL. 33187

ARTICLE IX REGISTER AGENT

Register Agent:

ROBERTO F. ITURRALDE 14775 SW 174<sup>TH</sup> STREET MIAMI, FL. 33187

# ARTICLE X AMENDMENT

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of theses Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has hereunto set their hands and sea his 14<sup>TH</sup> day of December. 2001.

ROBERTO F. ITURRALDE

JANETM. ITURRALDE

STATE OF FLORIDA COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Roberto F. Iturralde and Janet M. Iturralde, known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and seal, This  $\underline{14}^{th}$  day of  $\underline{December}$ ,  $20\underline{01}$ .

Notary Public
Personally Known

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE VERIFIED

In pursuance of Chapter 48.091, Florida Statues, the following is submitted, in compliance with said Act:

That desiring to organize under the laws of the State of Florida, with its principal office at 11865 Coral Way Miami, FL. 33175, County of Miami-Dade, has named ROBERTO F. ITURRALDE as its agent service of process within this State.

#### ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated people, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provisions of said Act relative to keeping open said office.

ROBERTO F. ITURRALDE

JANET W. ITURRALDE

STATE OF FLORIDA COUNTY OF MIAMI-DADE

Sworn to and subscribed before me Today 12th of December 2001.

Notary Public - State of Florida

My Commission Expires:

Adis Margarita Ugarte Commission # DD 031148 Expires July 16, 2005 Bonded Thru Atlantic Bonding Co., Inc.

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SECRETARY OF STATE
ONLY ON A SSEF FLORIDA