

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO2000041174

R & A, Inc

200005272132--9
-04/15/02--01047--007
*****157.50 *****78.75

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

FILED
 2002 APR 16 PM 3:41
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA
RECEIVED
 02 APR 15 AM 10:54

2544
W02-10571

Signature _____

Requested by: *SW* 4/15 9:40
Name Date Time

Walk-In _____ Will Pick Up _____

g 4/16/02



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED

2002 APR 16 PM 3:41

SECRETARY OF STATE
TALLAHASSEE FLORIDA

April 15, 2002

CAPITAL CONNECTION INC.
417 E. VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32301

SUBJECT: R & A, INC.
Ref. Number: W02000010571

We have received your document for R & A, INC. and your check(s) totaling \$157.50. However, the enclosed document has not been filed and is being returned for the following correction(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.

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) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 802A00022336

Corrected

RECEIVED
02 APR 16 PM 1:14
DIVISION OF CORPORATIONS

EFFECTIVE DATE

4/11/02

ARTICLES OF INCORPORATION
OF

R & A Lai, Inc.

FILED

2002 APR 16 PM 3:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is R & A Lai, Inc.

ARTICLE II

The corporation may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the United States of America and the State of Florida.

ARTICLE III

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE V

The street address of the initial office of the corporation is 11035 N. Bay Shore Drive, Miami, Florida 33161. The street address of the initial registered office of this Corporation is 11035 N. Bay Shore Drive, Miami, Florida 33161, and the name of the initial registered agent of this Corporation at that address is Richard Lai.

ARTICLE VI

The corporation shall have at least one director, initially. The number of directors may be increased or diminished from time to time pursuant to the Bylaws of the corporation, but shall not be less than one nor more than seven.

ARTICLE VII

The name and street address of the member of the First Board of Director of the corporation who shall hold office for the first year of the corporation's existence or until a successor is elected and has qualified is:

<u>Name</u>	<u>Address</u>
Richard Lai	11035 N. Bay Shore Drive Miami, Florida 33161
Annie Lai	11035 N. Bay Shore Drive Miami, Florida 33161

ARTICLE VIII

Members of the Board of directors or of any Executive Committee thereof shall be deemed present at a meeting of such Board or committee if a conference telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other at the same time, is used.

ARTICLE IX

A director shall not be prohibited or disqualified from voting on any issue, at any time, by reason of the fact that the issue under consideration may involve such director personally, directly or indirectly, or that it may involve any person, firm, corporation or other entity in which such director has such a direct or indirect interest.

ARTICLE X

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

<u>Name</u>	<u>Address</u>
Richard Lai	11035 N. Bay Shore Drive Miami, Florida 33161

ARTICLE XI. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Richard Lai - **President**
Anne Lai - **Secretary and Treasurer**

ARTICLE XII

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the boards of directors. Nevertheless, the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE XIII

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any such right conferred upon the shareholders is subject to this reservation.

EXECUTED at Miami Beach, Florida, this 11th day of April, 2002.

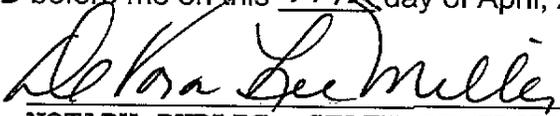


RICHARD LAI

**STATE OF FLORIDA
COUNTY OF MIAMI-DADE**

BEFORE ME, the undersigned authority, personally appeared **Richard Lai**, to me personally known to be the person who subscribed to the foregoing Articles of Incorporation of **R & A. Lai, Inc.**, acknowledged that he freely and voluntarily executed the said Articles of Incorporation for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me on this 11th day of April, 2002.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

DEVORA LEE MILLER
Notary Public • State of Florida
My Commission Expires Mar 11, 2003
Commission # CC804391

CERTIFICATE DESIGNATING RESIDENT AGENT AND REGISTERED OFFICE

In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

R & A Lai, Inc., desiring to organize under the laws of the State of Florida, hereby designates **Richard Lai** as its registered agent and **11035 N. Bay Shore Drive, Miami, Florida 33161** as its registered office.

ACCEPTANCE

Having been named as registered agent for the above named corporation, I hereby agree to act in such capacity for such corporation at its registered office.



RICHARD LAI, Registered Agent

FILED
2002 APR 16 PM 3:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA