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**LAZARUS CORPORATE FILING SERVICE**

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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FILED  
02 APR 30 PM 3:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

1. RP HOLDINGS, INC.

(Corporation Name)

(Document #)

2. \_\_\_\_\_  
(Corporation Name)

(Document #)

700005368137--8

3. \_\_\_\_\_  
(Corporation Name)

(Document #)

--04/29/02--01062--010

\*\*\*\*\*78.75 \*\*\*\*\*78.75

4. \_\_\_\_\_  
(Corporation Name)

(Document #)

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☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input checked="" type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED  
02 APR 29 AM 11:20  
DIVISION OF CORPORATE REGISTRATION  
TALLAHASSEE, FLORIDA

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

April 29, 2002

LAZARUS

MIAMI, FL

SUBJECT: RP HOLDINGS, INC.  
Ref. Number: W02000012160

We have received your document for RP HOLDINGS, INC.. 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: 902A00026087

RECEIVED  
02 APR 30. PM 3:18  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

### ARTICLE I - NAME

The name of the corporation shall be:

: RP CAPITAL INC.

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TALLAHASSEE FLORIDA

### ARTICLE II - PRINCIPAL OFFICE

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

11401 SW 40 Street  
Suite 313  
Miami FL 33165

### ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

### ARTICLES IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

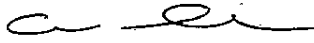
Felipe Sierra  
13175 SW 22 Street  
Miami FL 33175

ARTICLE V - INCORPORATOR

*The name and street address of the incorporator to these Articles of Incorporation is:*

Felipe Sierra  
11401 SW 40 Street  
Suite 313  
Miami FL 33165

*The undersigned incorporator has executed these Articles of Incorporation this* 26 *day of* April 20 02



*Signature*

ARTICLE VI- DIRECTOR(S)

*The name(s) and street address(es) of the director(s) to these Articles of Incorporation is (are):*

Felipe Sierra - President  
13175 SW 22 Street  
Miami FL 33175

Rodolfo Valdes - Vice-President  
714 NW 128 Place  
Miami FL 33182

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT /REGISTERED OFFICE

*Having been named as Registered Agent and to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.*



*Registered Agent Signature*

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