

20000104277

Business Name
R & B Capital Corporation
5379 Lyons Rd # 102
Corpus Christi, FL 33077
City/State/Zip Phone #

Office Use Only

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

1. _____
(Corporation Name) (Document #)

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*****78.75 *****78.75

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

CR2E031(7/97)

SEP 18 2002



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 18, 2002

R & B CAPITAL CORPORATION
5379 LYONS RD #102
COCONUT CREEK, FL 33073

SUBJECT: R & B CAPITAL CORPORATION
Ref. Number: W02000027180

We have received your document for R & B CAPITAL CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

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) 245-6927.

Tracy Smith
Document Specialist
New Filing Section

Letter Number: 402A00053182

ARTICLES OF INCORPORATION
OF
R & B CAPITAL CORPORATION
A FLORIDA CORPORATION

The undersigned, acting as incorporator of a Florida Corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation of such Corporation:

ARTICLE I

NAME

The name of the Corporation is R & B CAPITAL CORPORATION

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of:

- (1) Owning and operating commercial rental real estate including safe deposit vaults, mini warehouses, and other general purpose buildings, or land, or appurtenances thereto;
- (2) Providing property management and maintenance and design services relating to commercial real estate;
- (3) Holding participation's in other enterprises of a similar or different nature: including capital formation relevant to business leasing, mortgage, cashflow, note funding, and financially related matters;

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

The Corporation may transact any business directly or indirectly related to its principal purposes, or restrict its activities to any part of the above described purposes.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue 7,500 shares of One-Dollar (1.00) par value common stock.

ARTICLE V

INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE

The street address of the principal office and initial registered agent of the Corporation is 5379 Lyons Rd # 102 Coconut Creek, Florida, 33073. The name of the initial registered agent of the Corporation at that address is Brian J. Downey.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Brian J. Downey	5379 Lyons Rd # 102 Coconut Creek, FL 33073
Roger Stephenson	2739 Oak Tree Lane Fort Lauderdale, FL 33309

ARTICLE VII

PREEMPTIVE RIGHTS

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this Corporation as may be issued for money, or any property or services, from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

ARTICLE VIII

SUPERMAJORITY VOTE ON CERTAIN ACTIONS

The consent of the holders of two-thirds of the outstanding common stock of the Corporation shall be required to take any of following actions:

1. To approve any change in the original purpose of the Corporation as set forth in these Articles of Incorporation;
2. To approve a dissolution or liquidation of the Corporation;
3. To approve a merger or consolidation or the sale of substantially all of the assets of the Corporation;
4. To elect or remove any member of the Board of Directors of the Corporation;
5. To discharge or replace the independent auditors for the Corporation; or
6. To increase the number of authorized shares set forth in Article IV herein.

ARTICLE IX
AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

Any amendment, change or repeal of Article VIII of these Articles of Incorporation or any other amendment of these Articles of Incorporation which would have the effect of modifying or permitting circumvention of said Article VIII, or any adoption, amendment or repeal of Bylaws of this Corporation which would have this same effect, shall require approval by at least the holders of two-thirds of the common stock of the Corporation.

ARTICLE X

INCORPORATOR

The name and address of the person signing these Articles is;

Name

Address

Brian J. Downey

5379 Lyons Rd # 102
Coconut Creek, Fl 33073

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation this 12th day of September, 2002.

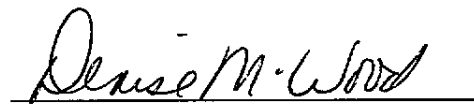

INCORPORATOR

STATE OF FLORIDA

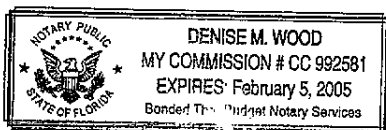
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, authorized to take acknowledgements in
the State and County set forth above, personally appeared Brian J. Downey, known to me
and known by me to be the person who executed the foregoing Articles of Incorporation,
and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official
seal in the State and County aforesaid, this 12th day of September, 2002


Notary Public

My Commission Expires:



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial registered agent of R & B CAPITAL CORPORATION, as made in the foregoing Articles of Incorporation.

DATE: September 12, 2002

BY: _____


BRIAN J. DOWNEY

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