

P02000129246

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

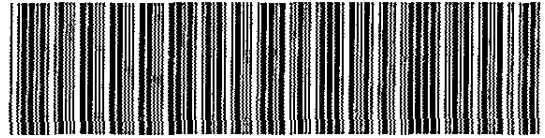
(Business Entity Name)

(Document Number)

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11/12/02--01076--007 **78.75

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2002 DEC -9 PM 2:34

TALLAHASSEE, FLORIDA

509-2544
1002-32624

12/9/02

ROTH & SCHOLL
ATTORNEYS AT LAW
1500 SAN REMO AVENUE
SUITE 176
CORAL GABLES, FLORIDA 33146

TELEPHONE: (305) 662-4141
FAX: (305) 662-3816
e-mail: rothlaw@bellsouth.net

JEFFREY C. ROTH, P.A.
DENNIS SCHOLL, P.A.

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2002 DEC -9 PM 2:34
STATE OF FLORIDA
TALLAHASSEE

December 3, 2002

Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attn: Ms. Claretha Golden


RE: Ref. Number: W02000032624 - Rep Group, Inc.

Dear Ms. Golden:

We are in receipt of your letter dated November 14, 2002, a copy of which is enclosed, notifying us that the name REP GROUP, INC. is unavailable.

Enclosed are duplicate originals of the Articles of Incorporation changing the name of the corporation to **Stainless Architectural Marketing Agents, Inc.** We are also enclosing a copy of our check which was previously forwarded to you in the amount of \$78.75. Please file the enclosed articles, and forward me written confirmation of the same in the enclosed envelope. Thank you for your anticipated prompt attention to this matter.

Very truly yours,



JEFFREY C. ROTH

JCR:mg
Encls.

cc: Emjac Industries, Inc.
Attn: Mr. David Dorta (w/encls.)



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

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2002 DEC -9 PM 2:34

DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

November 14, 2002

JEFFREY C. ROTH, ESQ.
1500 SAN REMO AVENUE
SUITE 176
CORAL GABLES, FL 33146

SUBJECT: REP GROUP, INC.
Ref. Number: W02000032624

We have received your document for REP GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

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: 002A00061916

ROTH & SCHOLL
ATTORNEYS AT LAW
1500 SAN REMO AVENUE
SUITE 176
CORAL GABLES, FLORIDA 33146

TELEPHONE: (305) 662-4141
FAX: (305) 662-3816
e-mail: rothlaw@bellsouth.net

JEFFREY C. ROTH, P.A.
DENNIS SCHOLL, P.A.

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2002 DEC -9 PM 2:34
CLERK OF STATE
TALLAHASSEE FLORIDA

November 5, 2002

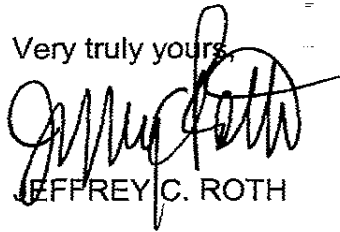
Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Rep Group, Inc.

Dear Sir:

Enclosed are duplicate originals of the Articles of Incorporation for the above corporation. Also enclosed is my check in the amount of \$78.75. Please file the enclosed articles, and forward me written confirmation of the same. Thank you for your anticipated prompt attention to this matter.

Very truly yours,



JEFFREY C. ROTH

JCR:mg
Encls.

cc: Emjac Industries, Inc.
Attn: Mr. David Dorta (w/encls.)

ARTICLES OF INCORPORATION
OF
STAINLESS ARCHITECTURAL MARKETING AGENTS, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I
Name

The name of the corporation is Stainless Architectural Marketing Agents, Inc.

Article II
Purpose

This corporation shall be authorized to transact all legal business of any nature.

Article III
Principal Office and Mailing Address

The principal office and mailing address of this corporation is c/o Roth & Scholl, 1500 San Remo Avenue, Suite 176, Coral Gables, FL 33146.

Article IV
Capital Stock

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value Per</u> <u>Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$1.00	Common

Article V
Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI
Initial Registered Agent and Office

The street address of the initial registered office of the corporation is c/o Jeffrey C. Roth, Esquire, Roth & Scholl, 1500 San Remo Avenue, Suite 176, Coral Gables, FL 33146, and the name and address of the initial registered agent of this corporation is:

Name

Address

Jeffrey C. Roth

Roth & Scholl
1500 San Remo Avenue, Suite 176
Coral Gables, FL 33146

Article VII
Commencement

This corporation shall commence on the date on which these Articles are filed with the Secretary of State.

Article VIII
Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The name and address of the initial directors of this corporation are:

Name

Address

Mike Fitzgibbon

c/o Roth & Scholl
1500 San Remo Avenue
Suite 176
Coral Gables, FL 33146

Vince Povio

c/o Roth & Scholl
1500 San Remo Avenue
Suite 176
Coral Gables, FL 33146

Emile Dorta

c/o Roth & Scholl
1500 San Remo Avenue
Suite 176
Coral Gables, FL 33146

David Dorta

c/o Roth & Scholl
1500 San Remo Avenue
Suite 176
Coral Gables, FL 33146

Katiuska Mondragon

c/o Roth & Scholl
1500 San Remo Avenue
Suite 176
Coral Gables, FL 33146

Article IX
Incorporator

The name and address of the person signing these Articles of Incorporation for the purposes therein expressed is:

<u>Name</u>	<u>Address</u>
Jeffrey C. Roth	Roth & Scholl 1500 San Remo Avenue Suite 176 Coral Gables, FL 33146

Article X
By Laws

The power to alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

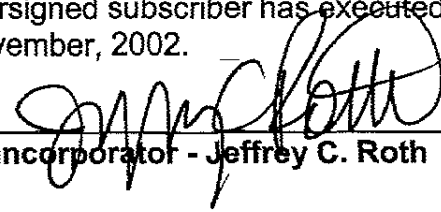
Article XI
Indemnification

The corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law.

Article XII
Amendment

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


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27th day of November, 2002.


Incorporator - Jeffrey C. Roth

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to, subscribed and acknowledged before me


this 27th day of November, 2002, by Jeffrey C. Roth, who is personally known to me and who did take an oath.



Notary Public, State of Florida
At Large

My Commission Expires:

Notary's printed name & address:



c/o Roth & Scholl
1500 San Remo Avenue, Suite 176
Coral Gables, FL 33146



Christine Rodriguez
MY COMMISSION # DD064213 EXPIRES
October 28, 2005
BONDED THRU TROY FAIR INSURANCE, INC.

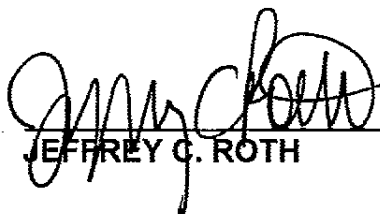
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS IN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

First, that Stainless Architectural Marketing Agents, Inc., is desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Coral Gables, County of Miami-Dade, State of Florida, has named Jeffrey C. Roth, located at Roth & Scholl, 1500 San Remo Avenue, Suite 176, Coral Gables, FL 33146 as its agent to accept service of process within the State;

Acknowledgment:

Having been named to accept service of process for the above corporation, at the place designated in this certificate, I hereby accept the designation to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



JEFFREY C. ROTH

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2002 DEC -9 PM 2:34
CITY OF CORAL GABLES
STATE OF FLORIDA