

P03000113388

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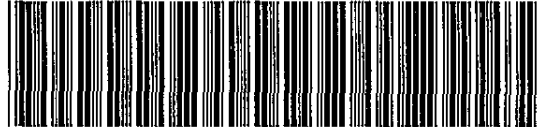
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10/10/03--01042--011 **78.75

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03 OCT 10 AM 10:11
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

10/14/03

Charter Number Only

10/8/03 Lisa

Oficina Madrigal
Requestor's Name
4140 W. 16th Ave #210
Address
Hialeah FL 33012
City State ZIP Phone

822-7220A

VALIDATION ONLY

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2003 OCT 14 PM 1:18
CLERK OF STATE
TALLAHASSEE FLORIDA

CORPORATION(S) NAME

R & R Coolers & Freezer Services, Corp.

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Mark | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

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Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

October 10, 2003

EMPIRE

SUBJECT: R & R COOLERS & FREZER SERVICES, CORP.
Ref. Number: W03000029384

RECEIVED
03 OCT 14 AM 11:50
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for R & R COOLERS & FREZER SERVICES, CORP. 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 effective date is not acceptable since it is not within five working days of the date of receipt.

An effective date may be added to the Articles of Incorporation if a 2004 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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: 103A00055580

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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2003 OCT 14 PM 1:18

EFFECTIVE DATE

10/13/03

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

THE UNDERSIGNED SUBSCRIBERS TO THOSE ARTICLES OF INCORPORATION EACH A NATURAL PERSON, COMPETENT TO CONTRACT, HERE ASSOCIATED THEMSELVES TOGETHER TO FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I -NAME-

THE NAME OF THIS CORPORATION IS: **R & R COOLERS & FREEZER SERVICES, CORP.**

ARTICLE II -DURATION-

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE COMMENCING ON THE DATE OF EXECUTION AND ACKNOWLEDGEMENT OF THESE ARTICLES.

ARTICLE III -PURPOSE-

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY OR ALL LAWFUL BUSINESS.

ARTICLE IV -CAPITAL STOCK-

THIS CORPORATION IS AUTHORIZED TO ISSUE ONE THOUSAND (1,000) SHARES OF ONE DOLLAR (\$1) PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON SHARES".

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 OR SHE ALREADY HOLD, SHALL HAVE THE RIGHT TO PURCHASE HIS OR HER PRO RATE 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 OFFICE & AGENT-

THE STREET ADDRESS OF THE INITIALLY REGISTERED OFFICE OF THIS CORPORATION IS: **6611 LAKE BLUE DRIVE, MIAMI LAKES FL 33014** AND THE NAME OF THE INITIALLY REGISTERED AGENT OF THIS CORPORATION IS: **RICARDO RODRIGUEZ.**

ARTICLE VII -INCORPORATION-

THE NAMES AND ADDRESSES OF THE PERSONS SIGNING THESE ARTICLES ARE:

RICARDO RODRIGUEZ
6611 LAKE BLUE DRIVE
MIAMI LAKES FL 33014

JOSEFINA RODRIGUEZ
6611 LAKE BLUE DRIVE
MIAMI LAKES FL 33014

ARTICLE VIII -BYLAWS-

THE POWER TO ADOPT, ALTER, AMMEND OR REPEAL BY LAWS
SHALL BE VESTED IN THE SHAREHOLDERS.

ARTICLE IX -RESTRICTIONS ON TRANSFERS OF STOCK-

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE
ISSUED INITIALLY TO THE FOLLOWING PERSONS AND IN THE
AMOUNTS SET OPPOSITE THEIR NAMES:

RICARDO RODRIGUEZ, PRESIDENT-----50%SHARES

JOSEFINA RODRIGUEZ, VICE-PRES-----50%SHARES

SHARES HELD BY INITIAL SHAREHOLDERS, MAY NOT BE RESOLD
OR OTHERWISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH
SHARES ARE FIRST OFFERED TO THE REMAINING SHAREHOLDERS OR
TO THIS CORPORATION. THE PRICE AND TERMS AND THE TIME
WITHIN WHICH SUCH SHARES MAY BE OFFERED AND SOLD SHALL BE
FURTHER SPECIFIED BY WRITTEN AGREEMENT AMONG ALL OF THE
SHAREHOLDERS.

ARTICLE X -CALLING OF SPECIAL MEETINGS-

SPECIAL MEETINGS OF SHAREHOLDERS MAY BE CALLED BY
CERTIFIED MAIL, RETURN RECEIPT REQUESTED, GIVING FIVE (5) DAYS
WRITTEN NOTICE.

ARTICLE XI -SHAREHOLDER QUORUM & VOTING-

FIFTY ONE PERCENT (51%) OF THE SHARES ENTITLED TO VOTE,
REPRESENTED IN PERSON OR BY PROXY, SHALL CONSTITUTE A
QUORUM AT A MEETING OF SHAREHOLDERS. IF QUORUM IS PRESENT,
THE AFFIRMATIVE VOTE OF FIFTY ONE PERCENT (51%) OF THE
SHARES REPRESENTED AT THE MEETING ENTITLE TO VOTE ON THE
SUBJECT MATTER, SHALL BE ACT OF THE SHAREHOLDERS.

ARTICLE XII -SHAREHOLDERS MEETING REQUIRED-

ANY ACTION OF THE SHAREHOLDERS OF THIS CORPORATION MUST BE TAKEN AT A MEETING OF SHAREHOLDERS OF THIS CORPORATION, DULY CALLED AS PROVIDED BY LAW, EXCEPT AS PROVIDED IN ARTICLE XX.

ARTICLE XIII -MANAGEMENT OF CORPORATION BY SHAREHOLDERS-

ALL CORPORATE POWERS SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THIS DIRECTION OF THE SHAREHOLDERS OF THIS CORPORATION.

ARTICLE XIV -POWERS-

THIS CORPORATION SHALL HAVE ALL OF THE CORPORATE POWERS ENUMERATED IN THE FLORIDA CORPORATION ACT.

ARTICLE XV -MEETINGS BY TELEPHONE CONFERENCE-

SHAREHOLDERS MAY PARTICIPATE IN SPECIAL MEETINGS BY MEANS OF TELEPHONE CONFERENCE AS PROVIDED BY LAW.

ARTICLE XVI -ACTION BY SHAREHOLDERS WITHOUT A MEETING-

THE SHAREHOLDERS MAY TAKE ACTION BY WRITTEN CONSENT AS PROVIDED BY LAW.

ARTICLE XVII -DIVIDENDS-

DIVIDENDS MAY BE PAID TO SHAREHOLDERS ONLY OUT OF THE UNRESERVED AND UNRESTRICTED EARNED SURPLUS OF THE CORPORATION.

ARTICLE XVIII -INDEMNIFICATION-

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE XIX -AMENDMENT-

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO AND ANY RIGHT TO CONFERRED UPON SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

ARTICLE XX -NOTICE-

ANY NOTICE REQUIRED HEREIN SHALL BE BY CERTIFIED MAIL, RETURN RECEIPT REQUESTED OR HAND DELIVERED TO THE STOCK HOLDER AT THE FOLLOWING ADDRESS:

6611 LAKE BLUE DRIVE, MIAMI LAKES FL 33014

ARTICLE XXI -INITIAL DIRECTORS AND OFFICERS-

THIS CORPORATION SHALL HAVE TWO DIRECTORS, THEIR NAMES AND ADDRESSES IS AS FOLLOWS:

**RICARDO RODRIGUEZ
6611 LAKE BLUE DRIVE
MIAMI LAKES FL 33014**

**JOSEFINA RODRIGUEZ
6611 LAKE BLUE DRIVE
MIAMI LAKES FL 33014**

ARTICLE XXII -PRINCIPAL OFFICE ADDRESS-

THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS:

6611 LAKE BLUE DRIVE, MIAMI LAKES FL 33014

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBERS HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 13th DAY OF OCTOBER, 2003.



RICARDO RODRIGUEZ, PRESIDENT



JOSEFINA RODRIGUEZ, VICE-PRES

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

IN COMPLIANCE WITH SECTION 48. 091, FLORIDA STATUTES,
THE FOLLOWING IS SUBMITTED:

FIRST: R & R COOLERS & FREEZER SERVICES, CORP.
Name of Corporation

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE
STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE
CITY OF MIAMI, STATE OF FLORIDA HAS NAMED **RICARDO RODRIGUEZ**
LOCATED AT **6611 LAKE BLUE DRIVE, MIAMI LAKES FL 33014** ITS
AGENT TO ACCEPT SERVICE WITHIN FLORIDA.

SIGNATURE



Corporate Officer

TITLE

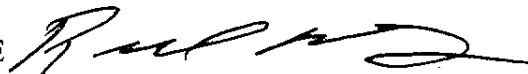
PRESIDENT

DATE

10/06/03

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS
OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

SIGNATURE



Resident Agent

DATE

10/06/03

2003 OCT 14 PM 1:18
CLERK OF STATE
TALLAHASSEE FLORIDA

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