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OR when

### Knaust & Associates, P.A.

Attorneys and Counselors at Kam 2167 5th Ave. North, St. Petersburg, Florida, 33713-8013,

Warren J. Knaust
Also Admitted in Massachusetts

Tel: (727) 327-3273

Fax: (727) 328-1401

E-mail: knaust.law@GTE.net

October 2, 2003

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

Re: ROCK YOUR WORLD, INC..

#### Gentlemen:

Enclosed please find the Articles of Incorporation for the above-referenced corporation, together with a Designation of Resident Agent and check in the amount of \$78.75 for the following fees:

\$35.00 Filing Fee for Articles \$35.00 Designation of Registered Agent \$ 8.75 Certified Copy of Articles

After filing, please forward the Charter and certified Articles of Incorporation to me.

WJK/nc Enc.

cc: client

Warren J. Knaust

Very truly yours,



October 8, 2003

WARREN J. KNAUST, ESQ. 2730 CENTRAL AVENUE ST. PETERSBURG, FL 33712

SUBJECT: ROCK YOUR WORLD, INC.

Ref. Number: W03000029070

We have received your document for ROCK YOUR WORLD, 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 principal place of business listed in the fifth article and the principal address listed on the Registered Agengs' Certificate must be the same.

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) 245-6972.

Letter Number: 603A00055151

Doris Brown Document Specialist New Filings Section

### ARTICLES OF INCORPORATION

OF

# FILED 03 OCT 14 PM 4: 02 SECRET STATE TALLAHA SSEE, FLORIDA

### ROCK YOUR WORLD, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is ROCK YOUR WORLD, INC.

SECOND: The period of duration of the corporation is perpetual.

<u>TFiIRD:</u> The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State.

FOURTH: Authorized Shares.

NUMBER: The aggregate number of shares that the corporation shall have the authority to issue is 6000 shares of Capital Stock with a par value of \$1.00 per share.

INITIAL ISSUE: 1000 shares of the Capital Stock with a par value of \$1.00 per share.

STATED CAPITAL: The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

DIVIDENDS: The holders of outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

NO CLASSES OF STOCK: The shares of the corporation are not to be

divided into classes.

NO SHARE IN SERIES: The corporation is not authorized to issue shares in series.

FIFTH: The principal place of business and address of the Corporation is 3691 Route 580, Suite K. Oldsmar, Florida. The office and address in Florida of the initial registered office of the corporation is: 2167 5th Ave. North, St. Petersburg, Florida, 33713 and the name of the initial registered agent at such address is Warren J. Knaust.

SIXTH: The initial board of directors shall consist of not less than one (1) nor more than three (3) members, as set forth in the By-laws, who need not be residents of the State of Florida or shareholders of the corporation.

SEVENTH: The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified as follows:

NAME ADDRESS

Carl Lamunyan 3071 Huron Ave. Oldsmar, Fl 34677

<u>EIGHTH:</u> The name and address of the initial incorporator is: Warren J. Knaust, 2167 5<sup>th</sup> Ave. North, St. Petersburg, Florida, 33713-8013.

NINTH: The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholder meeting, with not less than a two-thirds vote of common stock.

<u>TENTH:</u> The holders of common stock of this corporation shall have the preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of

Directors, such as 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.

ELEVENTH: The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected, multiplied by the number of his shares, and to distribute them among as many candidates as he may wish. Notice must be given by any shareholder to the President or Vice President of said corporation not less than 24 hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these Articles of Incorporation at St. Petersburg, Florida on the day of October, 2003.

Warren J. Knaust

### STATE OF FLORIDA COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Warren J. Knaust, to me well known and known to me to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at St. Petersburg, in said County and State, this day of October, 2003

**NOTARY PUBLIC** 

Print:

State of Florida at Large (Seal)

My Commission Expires:

ELAINE N. CROCKENBURG
MY COMMISSION # DD 005319
EXPIRES: February 28, 2005
Bonded Thru Budget Notary Services

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

Pursuant to Chapte: 48.091. Florida statutes, the following is submitted, in compliance with said Act:

FIRST: ROCK YOUR WORLD, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at: 3691 Route 580, Suite K, Oldsmar, Florida has named WARREN J. KNAUST as its agent to accept service of process within this State.

#### ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation at 2167 5th Ave. North, St. Petersburg, Florida, 33713-8013, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

