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Division of Corporations

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NO. 398

P. 1/12

Florida Department of State  
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FLORIDA PROFIT CORPORATION OR P.A.

Rim Guys Inc.

Certificate of Status	1
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## ARTICLES OF INCORPORATION

*The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.*

### ARTICLE I NAME

The name of the corporation shall be **Rim Guys Inc.**

### ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

### ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

### ARTICLE IV ADDRESS

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

**Rim Guys Inc.**  
16065 N.W. 57 Avenue  
Hialeah, FL 33014

### ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed or have been taken by the appropriate officers to accomplish this compliance.

### ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

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TALLAHASSEE, FLORIDA

Prepared By:  
Bruce B. Hubbard  
77 East John St.  
Hicksville, New York 11801  
1-516-935-9940

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## ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

## ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation. This corporation shall have a minimum of two (2) directors. The initial Board of Directors shall consist of:

Marcos Rivero

Tania Rivero

## ARTICLE IX INCORPORATOR(S)

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

Marcos Rivero - 16065 N.W. 57 Avenue, Hialeah FL 33014

Tania Rivero - 16065 N.W. 57 Avenue, Hialeah FL 33014

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

11th day of December 2003.

  
Marcos Rivero - Signature

  
Tania Rivero - Signature

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE  
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF  
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE  
REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **Rim Guys Inc.**

2. The name and address of the registered agent and office is:

**Tania Rivero**

Name

**16065 N.W. 57 Avenue**

(P.O. Box or Mail Drop Box NOT Acceptable)

**Hialeah, FL 33014**

(City / State / Zip)

*Having been named as registered agent and to accept service of process for the above stated corporation at the 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 the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.*

  
Tania Rivero  
SIGNATURE

December 11, 2003  
(Date)

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TALLAHASSEE, FLORIDA

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