

P04000012333

Rafael Palacios

6800 Tamiami Canal Road, Miami, Florida 33126
(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

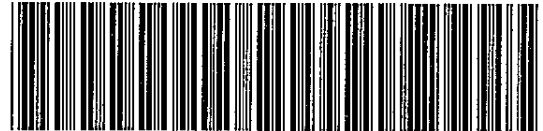
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500026305105

01/09/04--01047--001 **87.50

FILED
04 JAN 20 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

✓

~~1-20~~
1-20

FILED
04 JAN 20 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
RALPH CORP.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of this corporation shall be RALPH CORP.

ARTICLE II: TERM OF EXISTENCE

This corporation shall exist perpetually or until dissolved by due process of law.

ARTICLE III: PRINCIPAL OFFICE

The principle place of business and mailing address of this corporation shall be 6800 Tamiami Canal Road, Miami, Florida 33126.

ARTICLE IV: PURPOSE

This corporation is organized for the general purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE V: CAPITAL STOCK

This corporation is authorized to issue per value common stock as described below, and none other:

Maximum Number of Shares	<u>1,000</u>
Par Value Per Share	<u>\$0.01</u>

The authorization shares of par value common stock may be issued only for a consideration having a value, in the judgment of the Board of Directors, equivalent at least, to the full par value of the stock to be issued. Such consideration may be in the form of cash, real property, labor or services rendered, other than future services, or any combination of the foregoing.

Each share of common stock of this Corporation shall entitle the holder of record thereof to one vote upon each proposal presented at a lawful meeting of the stockholders. No holder of common stock of this Corporation shall be entitled to any right of cumulative voting.

ARTICLE VI: PREEMPTIVE RIGHTS

The corporation may provide for preemptive rights of Stockholders pursuant to provisions of its By-Laws, but no preemptive rights shall exist unless specifically approved for inclusions in the By-Laws.

ARTICLE VII: INCORPORATOR


The name and address of the incorporator of these Articles of Incorporation is Rafael Palacios, 6800 Tamiami Canal Road, Miami, Florida 33126.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is Rafael Palacios, 6800 Tamiami Canal Road, Miami, Florida 33126.

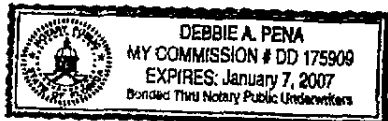
ARTICLE IX: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Rafael Palacios, 6800 Tamiami Canal Road, Miami, Florida 33126.


Rafael Palacios

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

Sworn to (or affirmed) and subscribed before me on 14th day of January
month in 2004 by Rafael Palacios.




NOTARY PUBLIC - STATE OF FLORIDA

STAMP

X Personally known

____ Produced identification. Type of identification produced _____

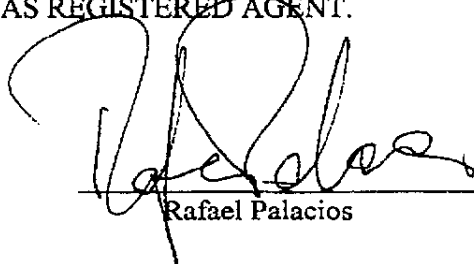
CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is RALPH CORP.
2. The name and address of the registered agent and office is Rafael Palacios, 6800 Tamiami Canal Road, Miami, Florida 33126.

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 STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Rafael Palacios

FILED
04 JAN 20 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA