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DIVISION OF CORPORATION

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TALLAHASSEE, FLORIDA

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LAZARUS CORPORATE FILING SERVICE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ROGER'S FROZEN FOOD, INC.
(Corporation Name) (Document #)

2.
(Corporation Name) (Document #)

3.
(Corporation Name) (Document #)

4.
(Corporation Name) (Document #)

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	NEW FILINGS
X	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials	

CR2E031(9/92)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE THE UNDERSIGNED, hereby associate ourselves together for the purpose of Becoming a Corporation under the laws of the State of Florida, providing for the Formation , liability, rights, privileges and immunities of the Corporations for profit.

ARTICLE I, NAME

The name of this Corporation shall be:

ROGER'S FROZEN FOOD, INC.

ARTICLE II, NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws Of the United States and of the State of Florida.

That the present main business of the Corporation is as follow:

AIR CONDITION

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is One hundred (100) Shares of common stock, of $ 10.00 (Ten dollar) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this Corporation will begin business will be No less than $ 500.00 (five hundred) Dollars.

ARTICLE V, TERM OF EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VI, ADDRESS

The initial street address in this State of the principal office of the Corporation shall be

The Board of Director may from time to time move the principal office to any other

6900 WEST 32 ND AVE.
HIALEAH FL 33018

ARTICLE VII, DIRECTORS

This Corporation shall have ONE (1) Directors initially. The number of directors may be Increase or decreased from time to time in such manner as may be prescribed by the By-Laws, but shall never be less than one (1).

The Corporation shall indemnify and hold harmless each person who shall save at any time hereafter as a director or officer of the Corporation, and any person who serves at the request of this Corporation, as a Director or Officer of any other Corporation ,from and against any and all claims and liabilities to which such person shall become subject by reason of this having heretofore of hereafter being a director or officer of the rpo-ration or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all Legal and other expenses reasonably incurred by him in connection with any claim or Liability provided that no person shall be indemnified against, or reimbursed for, any Expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct In the performance of his duties.

The right accruing to any person under the foregoing provisions shall not exclude any Other rights to which he may be lawfully entitled nor shall anything herein contained restrict the right of the Corporation to indemnify reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this Corporation and any other Corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors or the Corporation are pecuniarily or otherwise interested in, pr are directors or officers of, such other Corporation; any director individually, or any firm of which any director may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the board at which action upon any such contract or transaction shall be taken; and any Director of the Corporation who is also a director or officer of such other Corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, and may vote thereat to authorized any such contract or transaction , with the like force and effect as if he were not such director or officer of such Corporation or not so interested.

ARTICLE VIII, INITIAL DIRECTORS

The Name and address of the first Board of Directors and the officers, who, subject to provisions of these Articles of Incorporation, By-Laws of this Corporation and the Corporation laws of the State of Florida, shall hold office the first year of the Corporation's existence, or until their successors are elected and have qualified, are as follows.

NAME	TITLE	ADDRESS
ANTONIO DIAZ	**President/D S/T**	**8851 NW 119 St apt 1203. Hialeah Gardens Fl 33018**

ARTICLE IX, INCORPORATORS

The names address of each incorporators of this Articles of Incorporation are as follows:

NAME	Address	Participation
Antonio Diaz	**8851 NW 119 St. # 1203 Hialeah Gardens Fl 33018**	**100% Stocks**

ARTICLE X, OFFICERS

The officers of this Corporation shall be a President, one or more Vice-President Secretary and Treasurer, and such other officers, agents and factors as may be deemed necessary. All officers, agents and factors shall be chosen in such manner , hold their officer for such terms, and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors.

ARTICLE XI, AMENDMENT

This Corporation reserves the right to amend, alter, change or repeal any provision Contained in these Articles of Incorporations in the manner now or hereafter prescribed by Statute, and all rights conferred to stockholders herein granted subject to this ------- reservation.

ARTICLE XII, REGISTERED AGENT AND REGISTERED ADDRESS

Antonio Diaz
8851 NW 119 St 1203
Hialeah Gardens Fl 33018

IN WITNESS WHEREOF, the undersigned, as subscribing incorporators, have hereunto set our hands and Seals this ____√____ day of __May__ 2004 For the purpose of forming this Corporation under the laws of the State of Florida and hereby make and file, in the office of the Secretary of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are truth.

____
Antonio Diaz

____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME , personally appeared:

ANTONIO DIAZ---

Known to me be the person described in and who executed the foregoing

Articles of Incorporation and acknowledged before me that he executed

same Freely and voluntarily for the purpose of herein stated,--------------

WITNESS my hand and official seal at Miami, Dade County, State of Florida.

This 7 day of May 2004

NOTARY PUBLIC STATE OF FLORIDA
SANTOS A. ALBA
MY COMMISSION # DD 005603
EXPIRES. Apr 7, 2005
1-800-3-NOTARY FL Notary Service & Bonding, Inc.

NOTARY PUBLIC
Notary Public, State of Florida
Commission No D D 005603
My Commission Exp 04/07/2005
1-800-3 Notary Fla Notary Service& Bonding Co.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF DESIGNATION
OF RESIDENT AGENT

The undersigned, named as Resident Agent in the XII Articles of Incorporation of:

ROGER'S FROZEN FOOD, INC.. does hereby accept the designation. RESIDENT AGENT and agrees to perform those duties until and unless removed by the Of Board Directors of said Corporation.

Dated at Miami, Dade County, Florida, this ✓ Day of May 2004

Antonio Diaz