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10/24/05--01029--002 *\$78.75

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
05 NOV - 8 PM 2:50

05-48743

MRS
11/8

LAW OFFICES
OF
WATSON & ASSOCIATES, P. A.
1800 N.W. 49th Street, Suite 120
Fort Lauderdale, Florida 33309
Telephone (954) 453-5256

JOHN A. WATSON

REPLY TO:
Post Office Box 11066
Fort Lauderdale, Florida 33339
Telecopier (954) 772-4132

October 21, 2005

VIA FEDEX

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

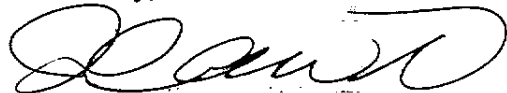
RE: Rupici Investments, Inc.

Dear Sir:

Please be advised that I represent Mr. and Mrs. Mark Ruggiero who are desirous of forming the above referenced corporation. In that vein, please find enclosed Articles of Incorporation for filing with your department together with this firm's trust account check in the amount of \$78.75 in payment of the required filing fee. After filing the Articles, please forward me a certified copy of the date stamped Articles of Incorporation for my file. A self-addressed, stamped envelope is enclosed for that purpose.

Thank you for your attention to this matter. If you have any questions with regard to the foregoing, please do not hesitate to contact me.

Sincerely,



JOHN A. WATSON
For the Firm

JAW:js
Enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

October 25, 2005

WATSON & ASSOCIATES, P.A.
ATTN: JOHN A WATSON
1800 N.W. 49TH STREET, SUITE 120
FORT LAUDERDALE, FL 33309

SUBJECT: RUPICI INVESTMENTS, INC.
Ref. Number: W05000048743

We have received your document for RUPICI INVESTMENTS, 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):

You must list the corporation's principal office and/or a mailing address in the document.

An effective date **may** be added to the Articles of Incorporation **if a 2006 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) 245-6879.

Ruby Dunlap
Regulatory Specialist
NEW FILINGS

Letter Number: 505A00064791

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SECRETARY OF STATE
TALLAHASSEE FLORIDA
05 NOV -8 PM 2:50

**ARTICLES OF INCORPORATION
OF
RUPICI INVESTMENTS, INC.**

ARTICLE I - NAME

The name of this corporation is RUPICI INVESTMENTS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all legal business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of One Cent (\$0.01) par value stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata 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 AND AGENT

The street address of the initial principal office of this corporation is 4737 North Ocean Drive, Suite 108, Fort Lauderdale, Florida 33308, and the name of the initial registered agent of this corporation is JOHN A. WATSON at 1800 N.W. 49th Street, Suite 120, Fort Lauderdale, Florida 33309.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the

initial Directors of this corporation are:

MARK RUGGIERO
4737 North Ocean Drive
Suite 108
Fort Lauderdale, FL 33308

TERESA RUGGIERO
4737 North Ocean Drive
Suite 108
Fort Lauderdale, FL 33308

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

MARK RUGGIERO
4737 North Ocean Drive
Suite 108
Fort Lauderdale, FL 33308

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - 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 conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed this Articles of Incorporation on October 10, 2005.


MARK RUGGIERO

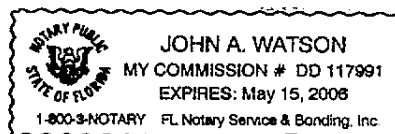
STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 10th day of October, 2005 by MARK RUGGIERO who is personally known to me or who has produced Fla. Driver's License as identification.

 (SEAL)
Notary Public

My Commission Expires:



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

JOHN A. WATSON
1800 N.W. 49th Street
Suite 120
Fort Lauderdale, Florida 33309

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT RUPICI INVESTMENTS, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF FORT LAUDERDALE, STATE OF FLORIDA, HAS NAMED JOHN A. WATSON AT 1800 N.W. 49TH STREET, SUTTE 120, FORT LAUDERDALE, FLORIDA 33309, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: 

MARK RUGGIERO

TITLE: INCORPORATOR

DATE: October 10, 2005

FILED STATE
SECRETARY OF
TALLAHASSEE, FLORIDA
05 NOV -8 PM 2:50

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

SIGNATURE: 

JOHN A. WATSON
Registered Agent

DATE: October 10, 2005