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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

royal project, inc.

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Certified Copy	1
Page Count	06
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Electronic Filing Menu

Corporate Filing Menu

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e) to such extent as a corporation organized under the Laws of the State of Florida may now or hereafter lawfully do, to do, either as principal or agent, and either alone or in connection with other corporations, firms or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incidental to, the accomplishments of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this corporation or to enhance the value of its properties; and in general, to do any and all things and exercise any and all powers, rights and privileges which a corporation may now or hereafter be organized to do or to exercise under the Laws of the State of Florida or under any act amendatory thereof, supplemental thereto, or substituted therefore.

The foregoing clauses shall be construed as and shall be powers as well as purposes, and the matters expressed in each clause shall, unless otherwise herein expressly provided, be in no wise limited by reference to or in reference from the terms of any other clause but shall be regarded as independent powers and purposes; and the enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general terms or the general powers of this corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature.

This corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted by the Laws of the State of Florida to corporations organized thereunder, and all the powers conferred by all acts heretofore or hereafter amendatory or supplemental to that statute, and the enumeration of certain powers, rights or privileges granted or conferred by the statute now or hereafter in force; provided, however, that nothing herein contained shall be deemed to authorize or permit this corporation to carry on any business, to exercise any power or to do any act which a corporation formed under that statute may not at the time lawfully carry on or do.

ARTICLE III: The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of stock of \$1.00 par value.

ARTICLE IV: The amount of capital with which this corporation will begin business shall be no less than \$1,000.00.

ARTICLE V: The initial post-office address of the principal office of this corporation is 19200 S.W. 106th Avenue, Bay #6, Miami, Florida 33157.

The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VI: This corporation shall commence business on February 22, 2007 and is to exist perpetually.

ARTICLE VII: The Registered Agent for this corporation shall be JESUS ABREU and the Registered Address shall be 7407 S.W. 189th Terrace, Miami, Florida 33157.

ARTICLE VIII: This corporation shall have no less than one Director initially. The number of Directors may be increased or diminished, from time to time, by By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE IX: The names and post-office addresses of the members of the first Board of Directors who, subject to the provisions of these Articles of Incorporation, the By-Laws of the Corporation, and the Laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors are elected and have qualified, are as follows:

ELIZABETH ARBELAEZ, 19200 S.W. 106th Avenue, Bay #6, Miami, Florida 33157.

ARTICLE X: The names and post-office addresses of the first officers of the Corporation, subject to the provisions of these Articles of Incorporation, the By-Laws of the Corporation and the Laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors are elected and have qualified, are as follows:

ELIZABETH ARBELAEZ - President
19200 S.W. 106th Avenue, Bay #6, Miami, Florida 33157

NICHOLAS DANIEL - Secretary
19200 S.W. 106th Avenue, Bay #6, Miami, Florida 33157

ALEXANDRA FRONTE - Vice President
19200 S.W. 106th Avenue, Bay #6, Miami, Florida 33157

ARTICLE XI: The name and post office address of the subscriber to these Articles of Incorporation, the number of shares of stock that agrees to take and the value of the consideration thereof are:

INVERSIONES REFRESCOS MARBEL, C.A. 510 \$ 510.00
Carretera Vieja Via Yaritagua, El Carabali, Barquisimeto, Edo. Lara, Venezuela 3001

ARTICLE XII: Both Stockholders and Directors shall have the power to hold their meetings and to have one or more offices within or without the State of Florida, and to keep the books of this Corporation at such office as the Stockholders and Directors shall determine, subject to the provisions of the Florida Statutes.

ARTICLE XIII: All rights conferred to Stockholders herein are granted subject to the right the Corporation reserves to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation

ARTICLE XIV: These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed to them by the Stockholders and approved at a Stockholder's meeting by the majority of the stock entitled to vote thereof, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XV: Preemptive Rights: Every Stockholder, upon the sale for cash of 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 pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, We, being all of the original subscribers and incorporators of this Corporation, do make and file these Articles of Incorporation with the Secretary of State of the State of Florida, and accordingly set my hands and seal on this 27th day of February, 2007.

INVERSIONES REFRESCOS MARBEL, C.A.



By: ELIZABETH ARBELAEZ, President

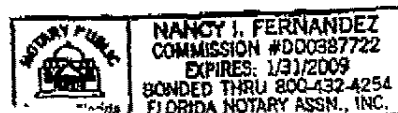
STATE OF FLORIDA
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public authorized in the above mentioned State and County to take acknowledgments, personally appeared ELIZABETH ARBELAEZ, who executed these Articles of Incorporation, and she acknowledges before me that she subscribes to those Articles of Incorporation.

WITNESS my hand and official seal in the City of Coral Gables, Florida, this 27th day of February of 2007. I relied upon the following instruments as identification: Venezuelan Passport No.C1320770.


NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:



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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

That ROYAL PROJECT, INC. qualified to do business under the laws of the State of Florida with its principal office at 19200 S.W. 106th Avenue, Bay #6, Miami, Florida 33157, has appointed JESUS ABREU of the County of Miami-Dade, State of Florida, as its agent to accept service of process within this state and his registered office is 7407 S.W. 189th Terrace, Miami, Florida 33157.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



JESUS ABREU
REGISTERED AGENT

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