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LIONEL BARNET, ESQUIRE
Attorney at Law

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January 4, 1995

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Please file the enclosed Articles of Incorporation. Our check in
the sum of \$ 122.50 is further included.

Thank you.

LIONEL BARNET, ESQUIRE

By 
Legal Assistant

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ARTICLES OF INCORPORATION

OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JAN -9 AM 8:58

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

I. NAME

The name of this corporation is:

ROYAL FOIL AND TRANSFER COMPANY
5715 NW 84th Avenue
Miami, Florida 33166

II. DURATION

The period of its duration is perpetual.

III. CAPITAL STOCK

The corporation is authorized to issue shares, all of one class, at \$1.00 par value. This stock will be considered to be section 1244 stock.

IV. INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows:

LIONEL EARNET, ESQUIRE
3191 CORAL WAY, SUITE 406
MIAMI, FLORIDA 331452

V. PURPOSE

The general purpose for which the corporation is organized shall include any and all business for which corporation may be incorporated under F.S. Section 607, which are lawful under the

laws of the State of Florida or the United States of American.

VI. INITIAL BOARD OF DIRECTORS

This corporation shall have 2 directors initially. The number of directors may be either increased or decreased from time to time by an amondment of the bylaws of the corporation in the manner provided by law, but shall never be less than (1).

The name and address of the initial directors of this corporation is/are:

JOSEPH GOLDSTEIN - VP/ Secretary/ Treasurer/ Director
8175 SW 79th Terrace 250 Shares
Miami, Florida 33143

TYBIE J. GOLDSTEIN - President/ Director
8175 SW 79th Terrace 250 Shares
Miami, Florida 33143

VII. INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is/are:

LIONEL BARNET, ESQUIRE
3191 CORAL WAY, SUITE 406
MIAMI, FLORIDA 33145

VIII. BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and the shareholders.

IX. INDEMNIFICATION

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

X. INFORMAL ACTION OF DIRECTORS

If all the Directors severally or collectively consent in

writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

XI. AMENDMENT OF ARTICLES

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.

XII. NON-RESIDENT DIRECTORS

Directors need not be residents of this state or shareholders unless Articles of Incorporation or Bylaws so require.

XIII. DIRECTORS' AUTHORITY TO FIX COMPENSATION

Directors shall have authority to fix the compensation unless otherwise provided in Articles of Incorporation or Bylaws.

XIV. PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series or stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive to treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the share preempted within thirty (30) days of receipt of a notice in writing from the corporation,

stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

XV. MEETINGS BY CONFERENCE TELEPHONE

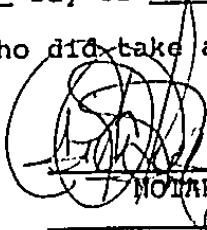
Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation.


LIONEL BARNET

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was duly acknowledged before me by LIONEL BARNET, this 4th Day of JANUARY, 1995, who is well known to me and who ~~did~~ take an oath.



NOTARY PUBLIC

Name of Notary Public Printed
MY COMMISSION EXPIRES:

OFFICIAL NOTARY SEAL
MICHELLE A FERNANDEZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC256248
MY COMMISSION EXP. FEB. 1, 1997

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

LIONEL BARNET
3191 Coral Way, Suite 406
Miami, Florida 33145

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

First - ROYAL FOIL AND TRANSFER COMPANY

desiring to organize under the laws of the State of Florida, with
its principal offices, as indicated in the Articles of
Incorporation, at City of Miami, County of Dade, State of Florida,
has named as its agent to accept service within this state, LIONEL
BARNET located at 3191 CORAL WAY, SUITE 406, MIAMI, FLORIDA 33145.

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


LIONEL BARNET, Resident Agent