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FLORIDA DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
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NAME: EMPIRE CORP KIT COMPANY
492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
INC.

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ARTICLES OF INCORPORATION
OF
RGR'S LOADING ZONE, INC.

The undersigned hereby associate for the purpose of becoming a corporation under the Laws of the State of Florida, providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and make, subscribe and acknowledge and file with the Secretary of State of Florida, this Certificate of Incorporation, and to that end does by this certificate set forth:

ARTICLE I

The name of the corporation shall be RGR'S LOADING BONE, INC.

ARTICLE II

The general nature of the business, objects and purpose proposed to be transacted and carried on, are to do any and all things allowed and permitted to be done by corporations under the Statutes of the State of Florida, and to do any and all things hereinafter mentioned as fully and to the same extent as a natural person might or could do, to-wit:

A. To engage in the business of a drinking and related foods establishment, and selling of sundries, and to conduct any and all other lawfully authorized business associated with same.

B. To acquire, hold, undertake and fully exploit the good

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will, property right, franchise and assets of every kind and the liabilities of any person, firm, association or corporation, either wholly or partly, and to pay for the same in cash, stocks and/or bonds of the company or otherwise.

C. To borrow money, and contract debts when necessary for the transaction of the business or for the exercise of its corporate rights, privileges and/or franchises, or for any other lawful purpose of its incorporation, to issue bonds, promissory notes, bills for exchange, debenture and other obligations and evidence of indebtedness payable at a specified time or times, or payable upon the happening of a specified event or events whether by mortgage, pledge or otherwise, or unsecured for money borrowed or in payment for property or acquired or any other lawful object.

D. To guarantee, purchase, hold, sell assign, transfer, mortgage, pledge or otherwise dispose of the shares or the capital stock of any bonds, securities or evidence of indebtedness created by any other States or Government and while owner of such stock or exercise all the rights, powers, and privileges of ownership, including the right to vote thereon.

E. To conduct business, have one or more offices and hold, purchase, mortgage and convey real and personal property in this State and in any of the several state, territories, possessions and dependencies of the United States, and District of Columbia and in foreign countries.

F. To do all and everything necessary and proper for the accomplishment of the object enumerated in the Certificate of

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Incorporation or any amendment thereof or necessary or incidental to the protection and benefit of the corporation and, in general, to carry on any lawful business necessary or incidental to the attainment similar in nature to the objects set forth therein, it being understood that the foregoing enumeration of specific power shall not be deemed exclusive by all other lawful powers conferred by the Statutes of the State of Florida are hereby included.

ARTICLE II

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time is ONE HUNDRED (100) shares of Common Stock which shall have One Dollar (\$1.00) par value.

ARTICLE III

The amount of capital with which this corporation will begin business is not less than the sum of One Hundred (\$100.00) Dollars.

ARTICLE IV

The existence of this corporation shall be perpetual unless sooner dissolved according to law.

ARTICLE V

The principal place of business of this corporation is to be located at: 1426-A Alton Road, Miami Beach, Florida 33139.

ARTICLE VI

There shall be one or more Directors of this corporation.

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ARTICLE VII

The names and post office addresses of the first Board of Directors are as follows:

FRANK ABRUZZO, President
800 West Avenue, Apt. 628
Miami Beach, FL 33139

ROBERT MULLER, Vice President/Treasurer
1038 - 16th Street, Apt. 5
Miami Beach, FL 33139

ROBERT GALANTE, Secretary
2458 Flamingo Lane
Fort Lauderdale, FL 33312

ARTICLE VIII

The Corporation shall initially hold all shares of stock until all notes are satisfied. Upon satisfaction of all notes, the shares of stock, with right of survivorship, shall be distributed as follows:

FRANK ABRUZZO	26%
ROBERT MULLER	26%
ROBERT GALANTE	26%

The balance of 22% to be invested into Treasury Stock.

SHARE: (100%) PERCENT

the proceeds of which amount to One Hundred (\$100.00) Dollars.

ARTICLE IX

The directors of the Corporation, in addition to the powers conferred by the laws of the State of Florida shall have the power to make, alter and repeal the By-Laws and to set apart out of any of the funds of the corporation available for dividends, a reserve or reserves for any proper purpose, and to alter or abolish such reserve.

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A. The Corporation shall have a first lien on the shares of its members' stock and upon all dividends due them for any indebtedness by such members of the corporation.

B. The private property of the stock holders shall not be subject to the payment of the corporate debts to any extent whatsoever.

C. The Corporation shall have full power and lawful authority to accept property, real, personal or mixed, labor and services, in payment for shares of the capital stock, in lieu of cash, at just valuation to be fixed by its Board of Directors.

D. Shares of the capital stock of the company when certificates thereof shall be issued shall be fully paid and nonassessable.

E. Shares of the capital stock of the company shall be transferred only on the books of the company by the holder thereof in person, or by his attorney, upon the surrender and cancellation of a certificate or certificates for like number of shares.

F. The corporation reserves the right to amend, change or repeal any provisions contained in this Certificate of Incorporation in any manner now or hereinafter prescribed by law and all rights conferred on Officers, Directors and Stockholders herein are granted subject to this reserve.

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ARTICLE X

The officers of this corporation are as follows:

FRANK ABRUZZO, PRESIDENT
ROBERT MULLER, VICE PRESIDENT/TREASURER
ROBERT GALANTE, SECRETARY

ARTICLE XI

It is the intention of the initial Board of Directors to qualify as a domestic small business corporation, stock issued pursuant to a written plan to qualify for I.R.C. Section 1244.

ARTICLE XII

Certificate designating place of business or domicile for the service of process within this State, naming agent upon whom process may be served.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted: RGR'S LOADING ZONE, INC.

desiring to organize under the laws of the State of Florida with the principal offices as indicated in the Articles of Incorporation, has designated FRANK ABRUZZO to accept service of process within this State.

The Registered Agent and street address of the registered office, place of business, or location for the service of process within this State is as follows:

FRANK ABRUZZO
c/o RGR'S LOADING ZONE, Inc.
1426-A Alton Road
Miami Beach, Florida 33139

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ACCEPTANCE OF REGISTERED AGENT

Having been designated registered agent for ROR'S
LOADING ZONE, INC., a corporation to be organized under the laws of
the State of Florida, the undersigned hereby accepts such
appointment and the obligations of that position and represents
that the undersigned is familiar with the obligations of that
position.

IN WITNESS WHEREOF, the undersigned has executed this
Acceptance this 20th day of February, 1995.

Frank Abruzzo
FRANK ABRUZZO, Registered Agent

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IN WITNESS WHEREOF the undersigned has caused these Articles of Incorporation to be executed at Miami, Florida this 20th day of February, 1995.

RGR'S LOADING ZONE, INC.

Frank Abruzzo
FRANK ABRUZZO, President

Robert A. Muller
ROBERT MULLER, Vice President/Treasurer

Robert Galante
ROBERT GALANTE, Secretary

STATE OF FLORIDA)
COUNTY OF DADE) SS:

The foregoing Articles of Incorporation were sworn to, subscribed and acknowledged before me this 20th day of February, 1995 by all of the foregoing persons.

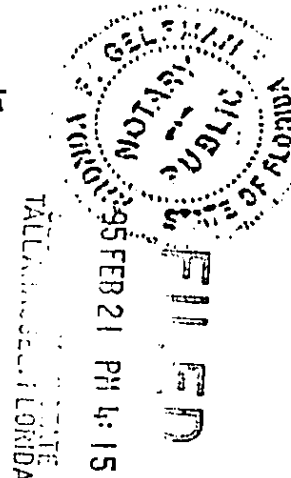
Rhonda F. Gelfman
Notary Public, State of Florida

My Commission Expires:

February 20, 1995

This instrument was prepared by:

RHONDA F. GELFMAN, ESQ.
2020 N.E. 163rd Street, Suite 300
North Miami Beach, FL 33162
Tel: (305) 944-9100



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