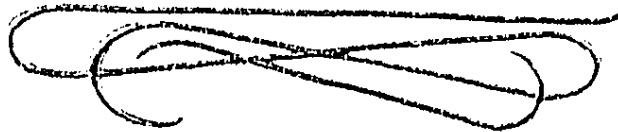


P95000026070

R ROYCE, INC.



March 28, 1995

Beth Register  
Corporate Records  
Florida Department of State  
PO Box 6327  
Tallahassee, FL 32314

500001449445  
-04/06/95--01041--038  
\*\*\*\*131.25 \*\*\*\*131.25

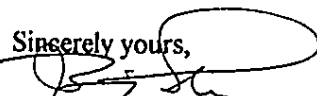
Subject: New Corporate paperwork for R Royce, Inc.

Dear Beth,

Again, your assistance is greatly appreciated and I have enclosed the completed paperwork for **R ROYCE, INC.**

Please call me if you need any additional information, Thanks.

Sincerely yours,

  
Brian Eden, President CEO  
R ROYCE, INC.

CC  
COB

REGISTER MAR 31 1995

FILED  
95 MAR 31 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: R ROYCE, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

FROM: BRIAN EDEN  
Name (printed or typed)  
2100 W 76th STREET PH 510  
Address  
HALEAH, FL. 33016  
City, State & Zip  
(305) 828-3838  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION**  
**OF**

**R ROYCE, INC.**

FILED  
95 MAR 31 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

**ARTICLE I NAME**

The name of the corporation shall be:

**R ROYCE, INC.**

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

**2100 W 76th STREET PH 510  
HIALEAH, FL. 33016**

**ARTICLE III SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

**100  
(SEE ATTACHED)**

**ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

**BRIAN EDEN  
2100 W 76th STREET PH 510  
HIALEAH, FL. 33016**

(ATTACHMENT) ARTICLE III CAPITAL STOCK

- INITIAL ISSUE: THE AGGREGATE NUMBER OF SHARES THAT THE CORPORATION SHALL HAVE THE AUTHORITY TO ISSUE IS 100 SHARES OF CAPITAL STOCK WITH A PAR VALUE OF \$1.00 PER SHARE. SHARES TO BE OWNED AND HELD BY: BRIAN EDEN, PRESIDENT/C.E.O., AND SECTARY, TREASURER
- STATED CAPITAL: THE SUM OF THE PAR VLAUE OF ALL SHARES OF CAPITAL STOCK OF THE CORPORATION THAT HAVE BEEN ISSUED SHALL BE THE STATED CAPITAL OF THE CORPORATION AT ANY PARTICULAR TIME.
- DIVIDENDS: THE HOLDERS OF THE OUTSTANDING CAPITAL STOCK SHALL BE INTITLED TO RECEIVE, WHEN AND AS DECLARED BY THE BOARD OF DIRECTORS, DIVIDENDS PAYABLE EITHER IN CASH, OR PROPERTY, OR IN SHARE OF THE CAPITAL STOCK OF THE CORPORATION.
- NO CLASS OF STOCK: THE SHARES OF THE CORPORATION ARE NOT TO BE DIVIDED INTO CLASSES.
- NO SHARES IN SERIES: THE CORPORATION IS NOT AUTHORIZED TO ISSUE SHARES IN SERIES.
- RESTRICTION ON TRANSFER OF SHARES AND OTHER SECURITIES(607.0627) TO MAINTAIN THE CORPORATION'S STATUS WHEN IT IS DEPENDENT ON THE NUMBER OR IDENTITY OF ITS SHAREHOLDERS. (SEE ARTICLE V INCORPORATOR(S).)

**ARTICLE V INCORPORATOR(S)**

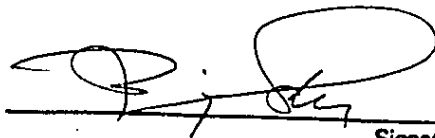
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

BRIAN EDEN PRESIDENT, C.F.O.  
2100W 76th STREET PH 510  
HIALEAH, FL. 33016

BRIAN EDEN SECRETARY, TREASURER  
2100 W 76th STREET PH 510  
HIALEAH, FL. 33016

The undersigned incorporator(s) have executed these Articles of Incorporation this

28th day of MARCH, 1995.



BRIAN EDEN

Signature

Signature

Signature

Articles of Incorporation  
Filing Fee - \$35

(ATTACHMENT) ARTICLE V

BOARD OF DIRECTORS

THE INITIAL BOARD OF DIRECTORS SHALL CONSIST OF ONE, WHO NEED NOT BE A RESIDENT OF THE STATE OF FLORIDA OR SHAREHOLDER OF THE CORPORATION. HOWEVER, THE CORPORATION CAN INCREASE OR DECREASE THE NUMBER OF MEMEBERS OF THE BOARD OF DIRECTORS BY A MAJORITY VOTE OF TWO THIRDS OF THE SHARES OF THE OUTSTANDING STOCK.

- TWO THIRDS OF THE STOCKHOLDERS OF THE CORPORATION SHALL BE REQUIRED FOR ANY SHAREHOLDERS ACTION.
- THE SHAREHOLDERS SHALL HAVE THE POWER TO ADOPT, AMEND, ALTER, CHANGE OR REPEAL THE ARTICLES OF INCORPORATION WHEN PROPOSED AND APPROVED AT A STOCKHOLDERS MEETING, WITH NOT LESS THAN A TWO-THIRDS VOTE OF THE COMMON STOCK.
- THE HOLDERS OF THE COMMON STOCK OF THIS CORPORATION SHALL HAVE THE PRE-EMPTIVE RIGHT TO PURCHASE, AT PRICES, TERMS AND CONDITIONS THAT SHALL BE FIXED BY THE BOARD OF DIRECTORS, THE SHARES OF THE STOCK OF THIS CORPORATION AS MAY BE ISSUED FOR MONEY, OR ANY PROPERTY, OR SERVICES FROM TIME TO TIME, IN ADDITION TO THAT STOCK AUTHORIZED AND ISSUED BY THE CORPORATION. THE PRE-EMPTIVE RIGHT OF ANY HOLDER IS DETERMINED BY THE RATIO OF THE AUTHORIZED AND ISSUED SHARES OF STOCK HELD BY THE HOLDER, TO ALL SHARES OF COMMON STOCK CURRENTLY AUTHORIZED AND ISSUED.

MANAGEMENT

- THE CORPORATION SHALL BE MANAGED BY THE FOLLOWING INDIVIDUALS, IN THE FOLLOWING CAPACITIES, UNLESS OTHERWISE CHANGED BY VOTE OF THE BOARD OF DIRECTORS:

(CONT.)

BRIAN EDEN, PRESIDENT CEO  
BRIAN EDEN, SECRETARY, TREASURER

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: R ROYCE, INC.

2. The name and address of the registered agent and office is:

BRIAN EDEN

(Name)

2100 W 76th STREET PENTHOUSE 510

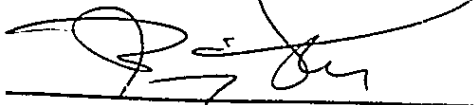
(P.O. Box not acceptable)

HIALEAH, FL. 33016

(City/State/Zip)

FILED  
MAR 31 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(Signature)