

P95 000036385

TRANSMITTAL LETTER

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

FILED
ECS MAY -9 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: MAE INDUSTRIES INC.

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: David R. Diaz de Arce
2185 James Dr.
St. Cloud FL 34771
407-892-1335

000001464009
-04/25/95- 01074--009
1111178.75 1111178.75

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

W95-9025

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634
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671
SDG



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 27, 1995

DAVID R. DIAZ DE ARCE
2185 JAMES DR.
ST. CLOUD, FL 34771

SUBJECT: MAE INDUSTRIES, INC.
Ref. Number: W95000009025

We have received your document for MAE INDUSTRIES, INC. and your check(s) totalling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The corporate name must be identical throughout the document.

Bylaws are not filed with this office. Please retain them for your records.

Please return 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 (904) 487-6931.

Steven Godfrey
Corporate Specialist

Letter Number: 895A00020149

ARTICLES OF INCORPORATION
OF

RDJ INDUSTRIES, INC.

ARTICLE I -- NAME

The name of the corporation is **RDJ INDUSTRIES, INC.**

ARTICLE II -- DURATION

This corporation shall exist perpetually, commencing at the time of filing these Articles with the Secretary of State of the State of Florida.

ARTICLE III -- PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV -- CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V -- VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common shares.

ARTICLE VI -- PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

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TALLAHASSEE, FLORIDA

Articles of Incorporation of RDJ INDUSTRIES, Inc.

ARTICLE VII -- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: **2185 James Drive, St. Cloud, Florida 34771**, also Corporation's principle address. The name of the initial registered agent of this Corporation at that address is: **David R. Diaz de Arce**.

ARTICLE VIII -- INITIAL BOARD OF DIRECTORS

This Corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The names and address of the initial directors of this Corporation are:

David R. Diaz de Arce
2185 James Drive
St. Cloud, FL 34771

June A. Diaz de Arce
2185 James Drive
St. Cloud, FL 34771

ARTICLE IX -- INCORPORATOR

The names and address of the persons signing these articles are:

David R. Diaz de Arce
2185 James Drive
St. Cloud, FL 34771

June A. Diaz de Arce
2185 James Drive
St. Cloud, FL 34771

ARTICLE X -- BYLAWS

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

Articles of Incorporation of RDI INDUSTRIES, Inc.

ARTICLE XV. -- RESTRICTIONS ON TRANSFER OF STOCK

Share of capital stock of this Corporation shall be issued initially to the following persons in the amount set forth:

David R. Diaz de Arce510 shares

June A. Diaz de Arce 490 shares

Shares held by the initial share holders may be resold without restriction.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 4th day of May, 1995.

David R. Diniz de Arce
David R. Diniz de Arce, - Incorporator

Jane A. Diaz de Arce
Jane A. Diaz de Arce - Incorporator

STATE OF FLORIDA)
) SS
COUNTY OF OSCEOLA)

BEFORE me a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared: David R. Diaz de Arce and June A. Diaz de Arce known to me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 4th day of March, 1995.

(NOTARY SEAL)


Notary Public, State of Florida

My commission expires: _____

DEBRA J. GERBER
(Print, Type, or Stamp Complete Name of Entry Filing)
Personally Known ☒ OR Unknown ☐
Type of F. D. Produced



DENNIS J. GARDNER
 177 GARDEN STREET, NEWTON, MASSACHUSETTS
 02459-1000
 617-552-1000

Articles of Incorporation of RDJ INDUSTRIES, Inc

ARTICLE XI -- CALLING OF SPECIAL MEETINGS

Special meetings of Shareholders may be called by the Board of Directors of this Corporation.

ARTICLE XII -- SHAREHOLDER QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of Fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIII -- INDEMNIFICATION

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

ARTICLE XIV -- AMENDMENT

The 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.

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501M 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: RDJ INDUSTRIES INC.

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

David R. Diniz de Arce
(Name)

2185 James Dr.
(P.O. Box not acceptable)

St. Cloud FL 34771
(City /State/ Zip)

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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.

David R. Diniz de Arce
(Signature)

5-4-95
(Date)