

P95000036864

3/20/95

Jaimé Claudio BOVELL

Requestor's Name

3211 Ponce De LEON Blvd. #210

Address

Coral Gables FL 33134

City

State

ZIP

Phone

443-7300 B

DATE ONLY

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MAY 10 AM 9:53

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***122.50 ***122.50

CORPORATION(S) NAME

Royal Prestige Selection, INC.



RECEIVED
Toll Free: 1-800-432-3028

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☒ Profit
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

H. SIMS MAR 21 1995

CERTIFIED COPY

562

W95-6220



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 21, 1995

EMPIRE

MIAMI, FL

SUBJECT: ROYAL PRESTIGE SELECTION, INC.
Ref. Number: W95000006220

We have received your document for ROYAL PRESTIGE SELECTION, INC. and your check(s) totaling \$122.50. 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.

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) 487-6052.

Hope Sims
Corporate Specialist

Letter Number: 295A00012593



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 1, 1995

ROYAL PRESTIGE SELECTION, INC.
MIAMI, FL

We have received your document for ROYAL PRESTIGE SELECTION, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

You failed to make the correction(s) requested in our previous letter.

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.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 195A00020569

ARTICLES OF INCORPORATION

OF

ROYAL PRESTIGE SELECTION, INC.

I, the undersigned incorporator, being of legal age, hereby file for the creation of a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, and immunities of corporations for profit.

ARTICLE I

The name of this Corporation shall be:

ROYAL PRESTIGE SELECTION, INC.

Its business shall be carried on at Miami, Florida, and at such other point or places in the State of Florida, and in the United States and foreign countries as may from time to time be authorized by the Board of Directors. The principal office of the Corporation is:

2672 North University Drive
Sunrise, Florida 33322

The registered agent and office of the Corporation are:

James C. Bovell, Esq.
3211 Ponce de Leon Boulevard
Coral Gables, Florida 33134

ARTICLES II

The general nature of business to be transacted by this Corporation is as follows:

RECORDED
MAY 16 1959
STATE OF FLORIDA
MILWAUKEE, WISCONSIN

SECTION 1. To manufacture, buy, sell, import, export, trade, and deal in kitchen utensils and cooking equipment, including pots, pails, pans, kettles, griddles, boilers, colanders, funnels, measuring devices, dippers, covers, strainers, sieves, grating devices, fruit squeezers, coffee and spice grinders, cups, plates and dishes, bread, cake and pastry making requisites, tableware, and generally kitchen supplies and conveniences of any or every description.

SECTION 2. To acquire, own, hold, improve, develop, operate, exploit, sell, convey, assign, lease, exchange, transfer, dispose of, pledge, mortgage, create security interests in, deal in, and loan or borrow money upon, alone or in conjunction with others, real and personal property, tangible and intangible, of every kind, character, and description, or any interest therein, and all kinds and forms of securities, shares of capital stock, scrip, bonds, debentures, coupons, mortgages, notes, bills of exchange, acceptances, assignments, accounts, fees, evidences of indebtedness, obligations, trust certificates, interim receipts, warrants, and certificates issued or created by or bring claims against any corporation, association, partnership, syndicate, entity, or person, or governmental, municipal, or public subdivision, district, or authority.

SECTION 3. To conduct business in, have one or more offices in, and buy, hold, mortgage sell, convey, lease or otherwise

dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida and in all other states and countries.

SECTION 4. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness, as required.

SECTION 5. To purchase the corporate assets of any other corporation and engage in the same or other type of business.

SECTION 6. This Corporation shall have all the general powers together with all the additional and specific powers granted by the laws of the State of Florida, as well as all implied powers in carrying out the foregoing express purposes.

SECTION 7. The foregoing clauses shall be construed both as object and powers, but no recitation, expression or declaration of specific powers or special powers or purposes shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent therewith are hereby included.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000) shares of common stock having no par value.

ARTICLE IV

This Corporation shall have perpetual existence, unless sooner dissolved by operation of law.

ARTICLE V

The following provision is inserted for the regulation and conduct of the business and affairs of this Corporation and is in furtherance, and not in limitation or exclusion, of any powers conferred upon it by statute:

a) The presence in person or by proxy of the holders of a majority of the shares entitled to vote at any meeting of shareholders shall be necessary to and shall constitute a quorum at such meeting; and

b) the affirmative vote of the holders of a majority of the shares entitled to vote at any meeting of shareholders shall be necessary for the transaction of any item(s) of business.

ARTICLE VI

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of 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 of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares 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.

ARTICLE VII

The Board of Directors of this Corporation shall consist of at least two (2) directors, the exact number to be fixed by the Bylaws of the Corporation, who shall administer the affairs of the Corporation and shall have the right to fix the salaries of the officers of the Corporation. No compensation shall be paid to the directors, as such, for their services, but by resolution of the Board a fixed sum and expenses for actual attendance at each regular and special meeting of the Board may be authorized.

ARTICLE VIII

The name and mailing address of the first directors of the Board of Directors who shall hold office for the first year or

until their successors are elected and have qualified, are as follows:

Luis A. Cardona

2672 North University Drive
Sunrise, Florida 33322

Lunelly Cardona

2672 North University Drive
Sunrise, Florida 33322

ARTICLE IX

The name and address of the Incorporator is as follows:

Luis A. Cardona

2672 North University Drive
Sunrise, Florida 33322

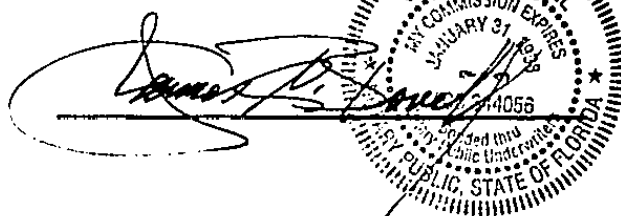
IN WITNESS WHEREOF, I have hereunto set my hand and seal
this 20th day of March 1995.


Luis A. Cardona

State of Florida)
) ss.:
County of Broward)

BEFORE ME, the undersigned authority, personally appeared Luis A. Cardona who is to me well known to be the person described in and who produced State of Florida drivers license as identification and who subscribed the above articles of incorporation, and did so freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth .

Witness my hand and official seal, this 20th day of March, 1995.



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

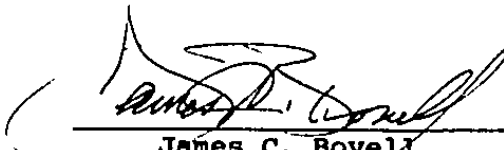
In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

That Royal Prestige Selection, INC., desiring to organize
under the laws of the State of Florida with its principal office,
as indicated in the Articles of Incorporation in the City of
Miami, County of Dade, State of Florida, has named James C.
Bovell whose business address is 3211 Ponce de Leon Boulevard,
Coral Gables, Florida 33134, County of Dade, State of Florida, as
its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

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 provision of said Act relative to keeping open said office.

Dated: Coral Gables, Florida
20 March 1995


James C. Bovell