

P9500045037

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
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MIAMI FL 33135- 3- 9
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(((H95000006528))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: FARO CORPORATION INC.
FAX AUDIT NUMBER: H95000006528 CURRENT STATUS: REQUESTED
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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 12, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: FARD CORPORATION, INC.
REF: W95000011879

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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.

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Jerri Weinmann
Document Examiner

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

ARTICLES OF INCORPORATION

OF

ROFA CORPORATION INC.

ARTICLE I.

NAME

The Name of the Corporation is ROFA CORPORATION INC.

ARTICLE II.

TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State.

ARTICLE III.

PERMITTED ACTIVITY

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida.

Prepared by:
Michael A. Bandar
444 Brickell Avenue
Miami, FL 33131
NAB Bar # FL 171967
(306) 358-5800

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE IV.

AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue is 1000 shares with par value of \$1.00.

ARTICLE V.

PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE VI

PRINCIPAL OFFICE

The principal office of the Corporation is: 407 Lincoln Road, Suite 12N, Miami Beach, Florida 33139.

ARTICLE VII.

REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation, Register Agent Service Corporation:

Radi Inclizian

407 Lincoln Road, Suite 12N

Miami Beach, Florida 33139

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DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The name and address of the board of directors who shall serve until the first annual meeting of shareholders or until his successors are elected and qualified shall be:

NAME

Padi Inlizian

President

Rolando K. Olazo

Vice President

Sylvia Olazo

Secretary/Treasurer

ARTICLE IX**INCORPORATOR**

The name and address of the incorporator is: Sylvia Olazo 407 Lincoln Road, Suite 12N, Miami Beach, Florida 33139.

ARTICLE X.**INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the Corporation, has executed these Articles of Incorporation this _____ day of _____, 1995.

~~Padi Inlizian~~
~~Incorporator~~

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STATE OF FLORIDA)
COUNTY OF DADE) ss.:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared before me FADI INCLIZIAN to be the person described herein as the Incorporator, and who executed the foregoing Articles of Incorporation, and she executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on this 9th day of June, 1995.

Norme Skelton
NOTARY PUBLIC, State of
Florida at Large

My Commission Expires"

OFFICIAL NOTARY SEAL
YVONNE STELLA TORRES
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC156009
MY COMMISSION EXP. FEB. 25, 1996

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CERTIFICATE OF DESIGNATION
REGISTER AGENT/REGISTERED OFFICE

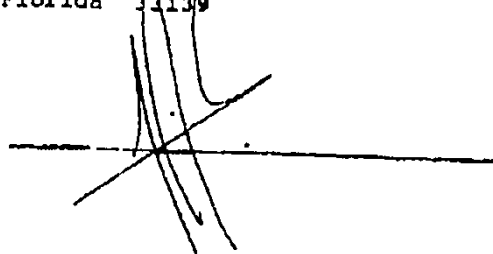
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Pursuant to the provisions of section 607.0601, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:
ROFA CORPORATION INC.
2. The name and address of the Registered Agent and office
is:

Fady Inolizian
207 Lincoln Road, Suite 12N
Miami Beach, Florida 33139

SIGNATURE:



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TALLAHASSEE, FLORIDA

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TO

JUN-14-1995 08:42 FROM EMPIRE