

P95000055870

AMERILAWYER[®]

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

5000001541125
-07/19/95--01021--014
1540.00 *70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

R & C ENTERPRISES GROUP, INC.

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 2

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

95 JUL 19 PM 1:32

FILED
SECRETARY OF STATE
OFFICE OF CORPORATIONS

Examiner's Initials

7/19/95
lgw

ARTICLES OF INCORPORATION
OF
R & C ENTERPRISES GROUP, INC.

FILED
SECRETARY
25 JUL 19 PM 1:32

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is **R & C ENTERPRISES GROUP, INC.**, (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

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

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 3365 Hamlet Loop, Winter Park, Florida 32792 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez
343 Almeria Avenue
Coral Gables, Florida 33134

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	Ralph Seeram
Secretary:	Ralph Seeram
Treasurer:	Ralph Seeram



ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Ralph Sooram

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 8 - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.



8.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Subchapter S of the Internal Revenue Code of 1986, as amended.

8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE 9 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 10 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 11 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.



ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer[®], located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer[®], 343 Almeria Avenue, Coral Gables, Florida 33134.

ARTICLE 13 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 14 - EFFECTIVE DATE


These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 15 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 18 July 1995.



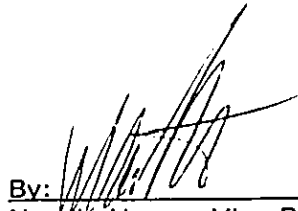
Elsie Sanchez, Incorporator

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CLERK OF THE COURT
CORAL GABLES, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer[®], having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

The Law Firm Of Lawrence J. Spiegel,
Chartered doing business as
AmeriLawyer[®]



By: _____
Natalia Utrera, Vice President

ARTESINC 5/95



AMERILAWYER[®]

343 ALMERIA AVENUE • CORAL GABLES, FL 33134 • (305) 445-2700 • (800) 603-3900 • FACSIMILE (305) 447-8900
MAILING ADDRESS - POST OFFICE BOX 144479, CORAL GABLES, FL 33114-4479

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1990.
AMOUNT DUE ON OR BEFORE 8/7/90 \$275 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.)

PROXY
CORPORATION
ANNUAL REPORT
1996

DOCUMENT # P95000055870 (6)

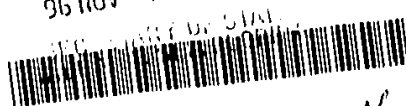
R & C ENTERPRISES GROUP, INC.



RECORDS DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA
32399

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Principal Place of Business
3365 HAMLET LOOP
WINTER PARK FL 32792

3365 HAMLET LOOP
WINTER PARK FL 32792

2. Principal Place of Business	2a. Mailing Address
21. Suite, Apt. #, etc.	21. Suite, Apt. #, etc.
22. City & State	22. City & State
23. Zip	23. Zip
24. Country	24. Country

3. Date incorporated or qualified	3a. Date of Last Report
07/19/1995	N/A
4. Filing Number	Applied For
57-3347958	Not Applicable
5. Certificate of Status Desired	\$0.75 Additional Fee Required
<input type="checkbox"/>	
6. Have you Campaign Financing	\$5.00 May Be Added to Fees
and Fund Contribution	
<input type="checkbox"/>	
7. Has corporation been liable for intangible tax under s. 193.032, Florida Statutes	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
10. Name and Address of New Registered Agent	

THE LAW FIRM OF LAWRENCE J SPIEGEL CHRTD
343 ALMERIA AVENUE
CORAL GABLES FL 33134

01. Name	02. Street Address (P.O. Box Number is Not Acceptable)	03. City	04. State	05. Zip Code
RALPH SEERAM	3365 HAMLET LOOP	WINTER PARK	FL	32792

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE: *Lawrence J Spiegel*
OFFICERS AND DIRECTORS

12. TITLE	NAME	STREET ADDRESS	CITY, ST, ZIP	DELETE
	PSTD SEERAM, RALPH	3365 HAMLET LOOP	WINTER PARK FL 32792	<input type="checkbox"/>

13. ADDITIONAL CHANGES TO OFFICERS AND DIRECTORS IN:	14. ADDITIONAL CHANGES TO OFFICERS AND DIRECTORS IN:
11. TITLE	11. TITLE
12. NAME	12. NAME
13. STREET ADDRESS	13. STREET ADDRESS
14. CITY, ST, ZIP	14. CITY, ST, ZIP
21. TITLE	21. TITLE
22. NAME	22. NAME
23. STREET ADDRESS	23. STREET ADDRESS
24. CITY, ST, ZIP	24. CITY, ST, ZIP
31. TITLE	31. TITLE
32. NAME	32. NAME
33. STREET ADDRESS	33. STREET ADDRESS
34. CITY, ST, ZIP	34. CITY, ST, ZIP
41. TITLE	41. TITLE
42. NAME	42. NAME
43. STREET ADDRESS	43. STREET ADDRESS
44. CITY, ST, ZIP	44. CITY, ST, ZIP
51. TITLE	51. TITLE
52. NAME	52. NAME
53. STREET ADDRESS	53. STREET ADDRESS
54. CITY, ST, ZIP	54. CITY, ST, ZIP
61. TITLE	61. TITLE
62. NAME	62. NAME
63. STREET ADDRESS	63. STREET ADDRESS
64. CITY, ST, ZIP	64. CITY, ST, ZIP

14. I hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information reported on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath. That I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *Lawrence J Spiegel*
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

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****400.00 ****410.00

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