

P96000048540

Ibler & Dougherty P.A.  
Requestor's Name  
1501 Park Avenue East  
Address  
Tallahassee FL 32303  
City/State/Zip  
(878-2411)  
Phone #

96 JUN -6 PM 3:30

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-08,007.00  
+00,000.00  
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Office Use Only

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

1. Ruby Rose, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input 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

FILED  
96 JUN -6 PM 8:40  
TALLAHASSEE, FLORIDA

SAB  
6/7/96  
Call when Ready  
Scott

**ARTICLES OF INCORPORATION**

**OF**

**RUBY ROSE, INC.**

**FILED**

96 JUN -6 AM 8:40

CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the Corporation is Ruby Rose, Inc. ("Corporation"). The principal place of business of the Corporation shall be 9401 West Colonial Drive, Suite 334, Ocoee, Florida, 34761-6903. The name of the registered agent is Igler & Dougherty, P.A., 1501 Park Avenue East, Tallahassee, Florida 32301.

**ARTICLE II. NATURE OF BUSINESS**

The Corporation may engage in or transact any and all activities and businesses permitted under the laws of the United States and of the State of Florida or any other state, county, territory or nation. The Corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida. The Corporation shall be designated a "small business corporation" pursuant to Section 1362 of the Internal Revenue Code.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock which the Corporation is authorized to issue and have outstanding at any time is 100,000 shares of Common Stock, par value \$.01 per share.

#### **ARTICLE IV. TERM OF EXISTENCE**

The existence of the Corporation shall be perpetual.

#### **ARTICLE V. NUMBER OF DIRECTORS**

The initial director shall be Farideh Hamzehlou, 9401 West Colonial Drive, Suite 334, Ocoee, Florida, 34761-6903. The number of directors may be increased or diminished from time to time pursuant to the Bylaws of the Corporation, but shall not be less than one nor more than fifteen.

#### **ARTICLE VI. TELEPHONE CONFERENCE**

Members of the Board of Directors or of any Executive Committee thereof shall be deemed present at a meeting of such Board or Committee if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time is used.

#### **ARTICLE VII. INCORPORATOR**

The name and street address of the Incorporator to these Articles of Incorporation is A. George Igler, 1501 East Park Avenue, Tallahassee, Florida 32301.

#### **ARTICLE VIII. AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Board of Directors to the stockholders and approved either at the stockholders' meeting by the affirmative vote of the holders of a majority of the shares entitled to vote thereon or by written consent of all stockholders.

### ARTICLE IX. BYLAWS

The initial Bylaws of the Corporation shall be adopted by a unanimous vote of the Board of Directors of the Corporation. Thereafter, the Bylaws of the Corporation may be amended, modified or repealed as provided by the Bylaws.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 4th day of June, 1996.

Signature of Incorporator:

A. George Igler  
A. George Igler, Incorporator

STATE OF FLORIDA     )  
COUNTY OF LEON     )

BEFORE ME, the undersigned authority, personally appeared A.G. Igler to me personally known to be the person who subscribed to the foregoing Articles of Incorporation of Ruby Rose, Inc. and he acknowledged that he did freely and voluntarily execute the said Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and seal on this 4th day of June, 1996.

(SEAL)

Cathy Cross  
NOTARY PUBLIC

Cathy Cross

Name typed or printed



CATHY CROSS  
MY COMMISSION # 00278182 EXPIRES  
May 7, 1997  
BONDED THRU TRISTAR INSURANCE, INC.

My Commission Expires

**CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE**

In accordance with Section 48.091, Florida Statutes, the following designation and acceptance are being submitted in compliance thereof.

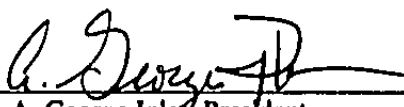
**DESIGNATION:**

Pursuant to the provision of Section 607.0501, Florida Statutes, Ruby Rose, Inc. desires to organize under the laws of the State of Florida, and in connection therewith, hereby designates Igler & Dougherty, P.A. as its registered agent whose address is 1501 Park Avenue East, Tallahassee, Florida 32301.

**ACCEPTANCE:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, we hereby agree to act in this capacity, and we further agree to comply with the provisions of all statutes relative to the proper and complete performance of our duties, and we accept the duties and obligations of Section 607.0501, Florida Statutes.

IGLER & DOUGHERTY, P.A.

By:   
A. George Igler, President  
Iglar & Dougherty, P.A.

Date June 4, 1996

FILED  
96 JUN -6 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**LIST OF INITIAL DIRECTORS AND OFFICERS**

**RUBY ROSE, INC.**

**Officers:**

Farideh Hamzehloui: President, Secretary/Treasurer

**Directors:**

Farideh Hamzehloui: Director

**Resident Agent:**

Igler & Dougherty, P.A.  
1501 Park Avenue East  
Tallahassee, FL 32301