

P96000074941

TRANSMITTAL LETTER

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

400001841074  
-09/06/96--01049--005  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: ROXTER CORPORATION  
(Proposed corporate name)

Enclosed please find an original and one (1) copy of the  
Articles of Incorporation for the above corporation and a  
check in the amount of \$122.50.

FROM: ACCOUNTING PROFESSIONALS GROUP, INC.  
6220 S. ORANGE BLOSSOM TRAIL, SUITE 142  
ORLANDO, FLORIDA 32809  
(407) 856-1906

SEP 10 1996

BSB

EFFECTIVE DATE  
9-2-96

FILED  
96 SEP - 6 AM 11:50  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

Note: Additional copy of Articles is needed only when  
certified copy is requested.

**ARTICLES OF INCORPORATION  
OF  
ROXTER CORPORATION**

**FILED**  
96 SEP -6 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

**EFFECTIVE DATE**  
9.2.96

The name of this Corporation is ROXTER CORPORATION  
initial address: 5631 Blue Shadows Court, Orlando, Florida 32811.

**ARTICLE II - DURATION**

This Corporation shall have perpetual existence commencing  
on September 02, 1996.

**ARTICLE III - PURPOSE**

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

**ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue Five Hundred shares  
of Five (\$5.00) Dollar par value common stock, which shall be  
designated "Common Shares."

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent and  
office of this Corporation is Ailton Silveira Jr.,  
5742 Kingsgate Drive #B, Orlando, Florida 32839.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have Two (2) Directors, initially. The number of Director/s may be increased or diminished from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Ulysses N. Rocha	5631 Blue Shadows Court Orlando, Florida 32811
Ailton Silveira Jr.	5742 Kingsgate Drive #B Orlando, Florida 32839

#### ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

#### ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

#### ARTICLE IX - PREEMPTIVE RIGHTS

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

**ARTICLE X - INCORPORATOR**

The name and address of the person signing these Articles is  
Ulysses N. Rocha, 5631 Blue Shadows Court, Orlando, Florida 32811.

**ARTICLE XI - AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.


IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2nd day of September, 1996.

  
\_\_\_\_\_  
Ulysses N. Rocha, President

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES,

DATED THIS 2nd DAY OF September, 1996.

By   
\_\_\_\_\_  
Ailton Silveira Jr., Registered Agent

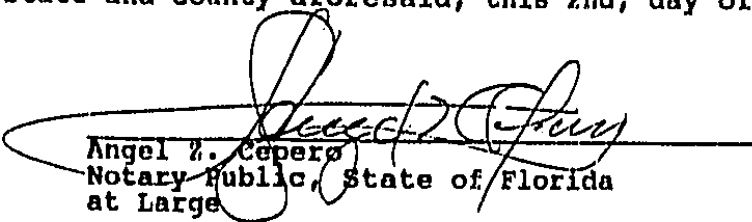
STATE OF FLORIDA

ORANGE COUNTY

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Ulysses N. Rocha, known to me and known by me to be the person who, as Incorporator of ROXTER CORPORATION, and he acknowledged before me that he executed those Articles of Incorporation.

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Ailton Silveira Jr., known to me and known by me to be the person who, as Registered Agent of ROXTER CORPORATION, and accepts the obligations and duties of the position of Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 2nd, day of September, 1996.

  
Angel Z. Cepero  
Notary Public, State of Florida  
at Large

My Commission Expires:

