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James Weinstock Attorney at Law, P.A. 2016 Harrison Street Hollywood, FL 33020

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

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NEW FILINGS	AMENDMENTS
Profit	Amendment
NonProfit	Resignation of R.A., Officer/ Director
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	Merger

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	Annual Report
	Fictitious Name
	Name Reservation

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	Foreign
	Limited Partnership
	Reinstatement
	Trademark
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ARTICLES OF INCORPORATION

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**OF** 

### THE RXP CORPORATION

#### Article I - Name

The name of this corporation is THE RXP CORPORATION.

### Article II - Duration

This corporation shall have perpetual existence commencing as indicated below.

#### Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

#### Article IV - Capital Stock

This corporation is authorized to issue one hundred (100) shares of Ten Dollars (\$10.00) par value common stock. Par value shares may be issued only for a consideration having a value, in the judgment of the board of directors, at least equivalent to the full par value of the stock to be issued. No par shares may be issued only for such consideration as is determined by the board of directors. All shares issued shall be fully paid and nonassessable.

# Article V - Initial Registered Office and Agent

The street address of the registered office of this corporation is 1869 S.W. 17th Street, Miami, FL 33145 and the name of the initial registered agent of this corporation at that address is Robert Shanbrom. The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

### Article VI - Initial Board of Directors

This corporation shall have these two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than two (2). The name and address of the initial directors of this corporation are:

Name

Address

Robert Shanbrom Xiaoping Cheng

1869 S.W. 17th Street Miami, FL 33145 Articles of Incorporation Page 2

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

### Article VII - Incorporator

The name and address of the person signing these Articles is Robert Shanbrom, 1869 S.W. 17th Street, Miami, FL 33145.

#### **Article VIII**

The initial officers of the corporation are as follows:

Robert Shanbrom Xiaoping Cheng

President, Treasurer Vice-President, Secretary

#### Article IX

The initial place of business of the corporation is 1869 S.W. 17th Street, Miami, FL 33145.

#### Article X - Bylaws

The Bylaws of the Corporation are to be made, altered, or rescinded by the Directors of the Corporation.

# Article XI - Amendments to Articles

These Articles of Incorporation may be amended by the act of the Directors of the Corporation. Such amendments may be proposed and adopted in the manner provided in the Bylaws of the corporation.

# **Article XII - Commencement**

The existence of this corporation shall commence on 7th day of October, 1996.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this \_4th\_ day of \_October\_\_, 1996.

ROBERT SHANBROM

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#### ACCEPTANCE OF RESIDENT AGENT

## CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS 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. First, that THE RXP CORPORATION, desiring to organize under the laws of the State of Florida, with its principal office at 1869 S.W. 17th Street, Miami, FL 33145 of the County of Dade, State of Florida, has named ROBERT SHANBROM located at 1869 S.W. 17th Street, Miami, FL 33145, of the County of Dade, State of Florida, as its agent to accept service of process within this state.

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provisions of said Act relative to keeping open said office.

I, ROBERT SHANBROM, hereby accept the foregoing Designation of Resident Agent, this 4th day of October, 1996.

Mobile Shanbrom

STATE OF FLORIDA ) COUNTY OF DADE ) ss.

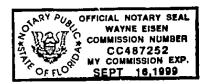
On this 4th day of October, 1996, before me, the undersigned, a Notary Public for the State of FLORIDA, personally appeared ROBERT SHANBROM to me known (or to me proved by presentation of the following identification:

) to be the identical person named in and who executed the above Power of Attorney, and acknowledged, under oath, that such person executed these Articles of Incorporaton as such person's voluntary act and deed.

NOTARY PUBLIC, STATE OF FLORIDA

PRINTED NAME OF NOTADY

My Commission Expires: My Commission Number:



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