

P970000 12459

R. T. Underminter  
Requestor's Name  
9365 S.W. 44th Street  
Address  
Miami, Florida  
City/State/Zip  
Phone # 33165

Office Use Only

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

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) 500002086555--1  
-02/13/97--01025--001  
\*\*\*\*122.50 \*\*\*\*122.50
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) **EFFECTIVE DATE**  
2-1-97
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  
97 FEB -6 AM 10:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97-6043  
2/17/97

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
R.T. FUNDAMENTALS, INC.

FILED  
97 FEB -6 AM 10:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge, and file these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

Hereby adopts the following Articles of Incorporation:

**EFFECTIVE DATE**  
2-1-97

ARTICLE I  
IDENTIFICATION

The name of this corporation is R.T. FUNDAMENTALS, INC and its principal place of business is 9365 S.W. 44th Street, Miami Florida 33165.

ARTICLES II  
PURPOSES & DURATION

The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

### ARTICLES III

#### AUTHORIZED SHARES

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is 5,000 shares of common stock having a par value of \$1.00 per share. All or part of said stock to be issued from time to time as may be determined by the Board of Directors. These shall be no preemptive right granted to the stockholders with respect to the shares of the corporation. On dissolution or liquidation of the corporation, holders of the stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

### ARTICLE IV

#### REGISTERED AGENT

The street address of the initial registered office of the corporation is 9365 S.W. 44th Street, Miami Florida 33165 and the initial registered agent of the corporation is at that address.

### ARTICLE V

#### BOARD OF DIRECTORS

1. The number of Directors of this corporation shall not be less than one (1) nor more than 7. The By-Laws may provide for the increase or decrease in the number thereof, provided that the number of Directors shall never be less than one (1).

2. The corporation shall initially have one (1) director. The name of the initial Director are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Richard T. Hill	9365 S.W. 44th Street, Miami, Florida 33165

ARTICLE VI  
INCORPORATOR

The name and mailing address of the Incorporator of these Articles of Incorporation is as follows:  
Richard T. Hill, 9365 S.W. 44th Street, Miami, Florida 33165.

ARTICLES VII  
ADDITIONAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, and creating, dividing, limiting, and regulating the powers of the corporation, its shareholders, and Directors are hereby adopted as a part of these Articles of Incorporation.

This corporation reserves the right to amend or appeal any provisions contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

1. The Board of Directors from time to time shall determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be opened to the inspection of the stockholders, and no stockholder shall have the right to inspect any account or document of the corporation except as conferred by a statute or authorized by the Board of Directors or by resolution of the stockholders.

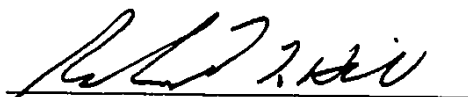
2. No person shall be required to own, hold, or control stock in the corporation as a condition precedent to holding an office in this corporation.

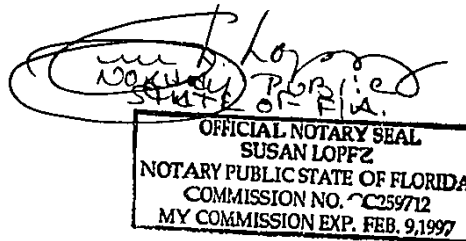
3. Except as otherwise provided by law, the Directors may prescribe a method or methods for replacement of lost certificates, and may prescribe reasonable conditions by way of security upon the issuance of new certificates therefor.

4. This corporation shall indemnify any officer or Director, and any former officer or Director, to the full extent provided by law. This corporation may provide such indemnification, or a portion thereof, through the purchase of insurance.

5. The power to adopt, alter, and repeal By-Laws shall be in the Board of Directors of the corporation or in the stockholders; By-laws adopted by the Board of Directors may be altered or repealed by the stockholder and vice versa, except that the stockholders may prescribe in any By-law made by them that such By-law shall not altered, amended, or repealed by the Board of Directors.

IN WITNESS WHEREOF, the undersigned, has made and subscribed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid this 15 day of FEBRUARY, 1997.

  
Richard T. Hill



CERTIFICATE DESIGNATING RESIDENT AGENT  
AND REGISTERED OFFICE

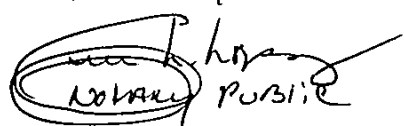
In accordance with Chapter 607, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

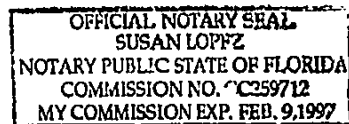
R.T. FUNDAMENTALS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Dade County, State of Florida has Richard T. Hill, as its agent, whose address is 9365 S.W. 44th Street, Miami, Florida 33165, to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and I agree to comply with the provision of said Act relative to keeping open said office and I accept the obligations of Section 607.325 of the Florida Statutes.

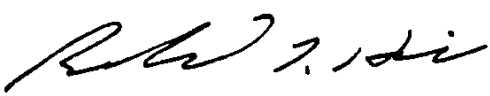
By:   
RICHARD T. HILL

1ST DAY OF FEBRUARY 1997  
  
NOTARY PUBLIC



FILED  
97 FEB -6 AM 10:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA     )  
                                  ) SS  
COUNTY OF DADE     )

BEFORE ME, the undersigned authority, personally appeared RICHARD T. HILL, who is to me well known to be the person described in and who subscribed the above and foregoing Articles of Incorporation; and he has freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth. He is personally known to me and did not take an oath. 

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at Dade County, Florida, this 15<sup>TH</sup> day of FEBRUARY, 1997.

  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:

OFFICIAL NOTARY SEAL  
SUSAN LOFFZ  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. C259712  
MY COMMISSION EXP. FEB. 9, 1997