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**Roselyne Ukpai**  
**4700 NW 12th Court**  
**Ft. Lauderdale, FL 33313**  
**(954) 485-8742**

May 7, 1997

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

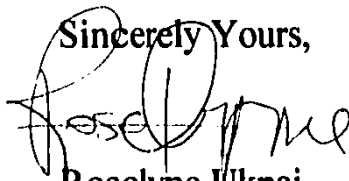
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\*\*\*\*122.50 \*\*\*\*122.50

Please find enclosed the Articles of Incorporation of EUGY-ROSS, Inc., and a check in the amount of \$122.50 (One hundred twenty two dollars and fifty cents), for the registration fees.

Should you have any questions regarding these Articles of Incorporation, please call me at (954) 485-8742, or write me at the above address.

Thank you for your cooperation.

Sincerely Yours,

  
Roselyne Ukpai  
(Incorporator)

MAY 16

BSB

FILED  
97 MAY 12 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF  
EUGY-ROSS, INC.**

**FILED**  
97 MAY 12 AM 10:27  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the corporation shall be:

**EUGY-ROSS, INC.**

**ARTICLE II**

**NATURE OF CORPORATE BUSINESS**

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

**ARTICLE III**

**CAPITAL STOCK**

The Corporation shall be authorized to have a maximum of One Thousand (1,000) shares of stocks outstanding at any given time. The shares of stock authorized shall have a par value of One Dollar (\$1.00).

**ARTICLE IV**

**INITIAL CAPITAL**

The amount of capital with which the Corporation shall begin business shall be One Thousand Dollars (\$1,000.00).

**ARTICLE V**

**DURATION AND BEGINNING OF CORPORATE EXISTENCE**

The Corporation is to exist perpetually. The Corporate existence of this Corporation shall begin at the time of filing of these Articles of Incorporation by the State of Florida.

Prepared by: Eugenia Orji  
11112 SW 129 Place  
Miami Florida 33186

**ARTICLES OF INCORPORATION OF EUGY-ROSS, INC.**

**ARTICLE VI**

**PRINCIPAL OFFICE AND REGISTERED AGENT**

The initial address and the principal office of this Corporation in the State of Florida:

11112 SW 129 Place  
Miami, Florida 33186


The Board of Directors may from time to time move the principal office of this Corporation to any other address in Florida.

The Registered Agent of the Corporation shall be:

Eugenia Orji  
11112 SW 129 Place  
Miami, Florida 33186

**ACKNOWLEDGMENT**

Having been named above Registered Agent to accept service of process for the above named Corporation, at a place designated in this Certifications, I hereby accept to act in the capacity, and agree to comply with the provision of said act to keeping open said office.

By:   
Signature of Registered Agent

**ARTICLE VII**

**DIRECTORS**

This Corporation shall have two Directors initially. The number of Directors may be increased or determined from time to time, by the By-Laws adopted by the stockholders.

**ARTICLE VIII**

**BOARD OF DIRECTORS**

The name and title of the Board of Directors and the state of Corporate officers is as follows:

EUGENIA ORJI, President / Director  
ROSELYNE UKPAI, Vice President / Director  
EUGENIA ORJI, Secretary / Director  
ROSELYNE UKPAI, Treasurer / Director

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97 MAY 12 AM 9:27  
TALLAHASSEE  
FLORIDA

## **ARTICLES OF INCORPORATION OF EUGY-ROSS, INC.**

### **ARTICLE IX**

#### **SUBSCRIBER**

The names and addresses of the Subscribers to these Articles of Incorporation are as follows:

Eugenia Orji, President  
11112 SW 129 Place  
Miami, Florida 33186

Roselyne Ukpai, Vice President  
4700 NW 12th Court  
Ft Lauderdale, Florida 33313

Eugenia Orji, Secretary  
11112 SW 129 Place  
Miami, Florida 33186

Roselyne Ukpai, Treasurer  
4700 NW 12 Court  
Ft Lauderdale, Florida 33313

### **ARTICLE X**

#### **PRENUPTIAL RIGHTS**

Should any Stockholder wish to dispose of his stock it shall first be offered to the remaining Stockholders, at a price no greater than a bonafide offer by any Third persons and said shall be available for a period of Ninety (90) days to such remaining Stockholders. In the event that any of the stock is not purchased by any of the remaining Stockholders within Ninety (90) days of the offer, said stock may then be sold by the Stockholder to a Third Person approved by the other Stockholders.

### **ARTICLE XI**

#### **AMENDMENTS**

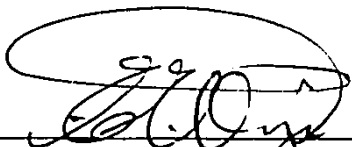
The Articles of Incorporation may be amended in the manner provided By-Laws. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at the Stockholders meeting by a majority of the stock entitled to vote thereon.

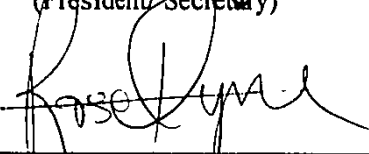
ARTICLES OF INCORPORATION OF EUGY-ROSS, INC.

ARTICLE XII

ISSUANCE OF STOCK

IN WITNESS WHEREOF, I have subscribed my name this 25<sup>th</sup> day  
of April 1997.

  
\_\_\_\_\_  
**EUGENIA ORJI**  
(President/Secretary)

  
\_\_\_\_\_  
**ROSELYNE UKPAI**  
(Vice President / Treasurer)

STATE OF FLORIDA  
SS:  
COUNTY OF DADE

BEFORE ME personally appeared, *Eugenia Orji, and Roselyne Ukpai*, Known to me to be the persons described in and who executed the foregoing Articles of Incorporation, and acknowledge before me that they executed the same freely and voluntarily for the purposes herein stated.

WITNESS my hand and official seal at Dade County,

Florida, this 5 day of May 1997.

MY Commission expires: \_\_\_\_\_

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

