

8 1:56 AM **P97000058014**

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H97000010895 5))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: RTE DESIGN STUDIOS, INC.

AUDIT NUMBER.....H97000010895

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:04:02

97 JUL -2 PM 12:26  
TALLAHASSEE, FLORIDA

5  
Em 7/2/97

⑤

ARTICLES OF INCORPORATION  
OF

H 97000010895

RTE DESIGN STUDIOS, INC.

I, Linda M. Smith, in order to form a corporation for profit under and pursuant to the laws of the State of Florida, as contained in the "Florida Business Corporation Act" as amended, certifies as follows:

Article I

Name

The name of this corporation is: RTE DESIGN STUDIOS, INC., and the principal office address shall be: 4000 N.W. 36 Avenue, Miami, FL 33142.

Article II

Duration

The duration of the corporation shall be perpetual.

Article III

Nature of Business

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

Without limiting the scope and generality of the foregoing, the corporation may engage in the following activities:

To develop, design and market seating kit products for commercial and private aircraft.

To purchase, lease or otherwise acquire and to hold, own, sell or dispose of real and personal property of all kinds and in particular land, buildings, concessions, leaseholds, business concerns and undertakings, shares of stock, mortgages, bonds, debentures, and other securities, merchandise, book debts and claims, trade marks, trade names, patents and patent rights, copyrights and any interest in real and personal property.

To buy, sell, manufacture, repair, alter and exchange, let on hire, export and deal in all kinds of articles and things, either real or personal, which may be required for the purposes of any businesses, or commonly supplied or dealt in by persons, engage in any such businesses, or which may seem capable of being profitably dealt with in connection therewith.

LINDA M. SMITH, ESQ.  
FLORIDA BAR NO 289310  
11900 BISCAYNE BLVD., SUITE 200  
MIAMI, FL 33181  
(305) 866-6434

H 97000010895

97 JUL -2 PM 12:27  
TALLAHASSEE, FLORIDA

Articles of Incorporation  
RTE DESIGN STUDIOS, INC.  
July 1, 1997  
Page two

H 97000010895

97 JUL -2 PM 12:27  
FILED  
TALLAHASSEE, FLORIDA

To manufacture, buy, sell, deal in, and to engage in, conduct and carry on the business of manufacturing, buying, selling and dealing in goods, wares and merchandise of every class and description necessary or useful for the operations of this corporation.

To take over and operate the business of firms, corporations and individuals to such extent and in such manner as is permitted under the laws of Florida relating to business corporations, and to acquire and hold the securities of other corporations.

To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized under the laws under which the corporation is organized and any and all acts amendatory thereof and supplemental thereto.

#### Article IV

##### Capital Stock

Authorized Capital. The aggregate number of shares which may be issued by the corporation is One Million (1,000,000) shares, par value One Tenth Cent (\$.001) per share, all of which shall be common stock.

#### Article V

##### Initial Registered Agent and Office

(a) The name and address of the initial registered agent and office of this corporation is as follows:

Linda M. Smith, Esq.  
11900 Biscayne Blvd., Suite 200  
Miami, FL 33181

(b) In compliance with Section 48.091, Florida Statutes, the following statement is submitted:

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
Linda M. Smith  
Registered Agent

H 97000010895

97 JUL -2 PM 12:27  
FILED  
TALLAHASSEE, FLORIDA

H 97000010895  
Articles of Incorporation  
RTE DESIGN STUDIOS, INC.  
July 1, 1997  
Page three

Article VI

Officers and Directors

(a) Number. The initial board of directors shall consist of five (5) persons. The number of directors may be increased or decreased from time to time by an amendment of the bylaws of the corporation, in the manner provided by law, but shall never be less than one.

(b) Initial Officers and Director. The name and street address of the initial officers and board of directors of this corporation is as follows:

Name	Address
(P/D) Roger L. Koch	2137 Hibiscus Circle North Miami, FL 33181
(S/T/D) Anthony J. Tripodo	1131 N.E. 97 Street Miami Shores, FL 33138
(D) George Moussa	4760 S.W. 143 Avenue Miami, FL 33175
(D) Steven C. Salter	5785 S.W. 88 Avenue Cooper City, FL 33328
(D) Raymond Skinner	2333 Brickell Avenue #508 Miami, FL 33129

(c) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

Article VII

Incorporator

The name and street address of the Incorporator signing these Articles of Incorporation is:

Name	Address
Linda M. Smith, Esq.	11900 Biscayne Blvd., Suite #200 Miami, Florida 33181

H 97000010895

H 97000010895

Articles of Incorporation  
RTE DESIGN STUDIOS, INC.  
July 1, 1997  
Page four

IN WITNESS WHEREOF, the undersigned Incorporator has executed  
these Articles of Incorporation this \_\_\_\_ day of July, 1997.

  
\_\_\_\_\_  
Linda M. Smith  
Incorporator

STATE OF FLORIDA)  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this \_\_\_\_  
day of July, 1997, by Linda M. Smith, who is personally known to me  
or who has produced her Florida Driver's License as identification  
and who did not take an oath.

\_\_\_\_\_  
Notary Public  
Name:  
Commission No.:

FILED  
97 JUL -2 PM 12:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H 97000010895

COMP1A12