

9/26/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

3:01 PM

((H97000016081 6))

TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: RED ROAD SHELL, INC.

AUDIT NUMBER.....H97000016081

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

CERT. OF STATUS..0

PAGES..... 4

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: 00:20:26

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 26 AM 7:45

54
9/29

447000016081

(4)

ARTICLES OF INCORPORATION OF

RED ROAD SHELL, INC.

ARTICLE I - NAME AND ADDRESS

The name of this corporation is RED ROAD SHELL, INC.,
located at 6495 West 4th Avenue, Hialeah, Florida 33012.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 SEP 26 AM 7:45

ARTICLE II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activities or
business permitted under the laws of the United States of America
and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this corporation is authorized
to have outstanding at any time is One Hundred shares of common
stock having a par value of \$1.00 per share.

CEASAR MESTRE, JR., ESQ.
FLORIDA BAR NO. 814687
7600 West 20 Avenue, #220
Hialeah, Florida 33016
(305) 821-5450

447000016081

447000016081

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be 6495 West 4th Avenue, Hialeah, Florida 33012 and the initial registered agent of this corporation at such office shall be JUAN B. QUINTANA, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one nor more than four. The names of the directors constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
JUAN B. QUINTANA	6495 West 4th Avenue Hialeah, Florida 33012
DIGNA QUINTANA	6495 West 4th Avenue Hialeah, Florida 33012

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
JUAN B. QUINTANA	6495 West 4th Avenue Hialeah, Florida 33012

447000016081

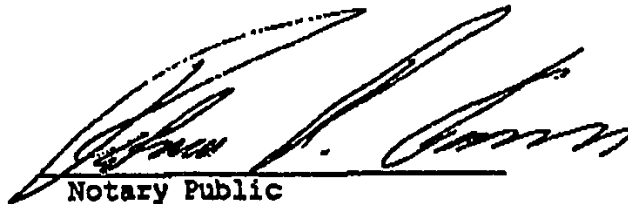
447000016081


JUAN B. QUINTANA, Incorporator

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 26 AM 7:45

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing Articles of Incorporation of RED ROAD SHELL, INC. were acknowledged before me this 26th day of September, 1997 by JUAN B. QUINTANA, as Incorporator.


Notary Public

My commission expires:



PATRICIA P. GARBOW
COMMISSION # CC 481388
EXPIRES SEPTEMBER 02, 1999
BONDED \$2500
ATLANTIC RECORDING CO., INC.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for RED ROAD SHELL, INC., at the place designated in the Articles of Incorporation, JUAN B. QUINTANA agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: Sept. 26, 1997


Registered Agent

447000016081