

*Law Offices of*  
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FILED  
CLERK OF STATE  
DIVISION OF CORPORATIONS

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April 10, 1996

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Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-12/05/97--01064--015  
\*\*\*131.25 \*\*\*\*\*78.75

RE: RILAR CORPORATION  
Articles of Incorporation

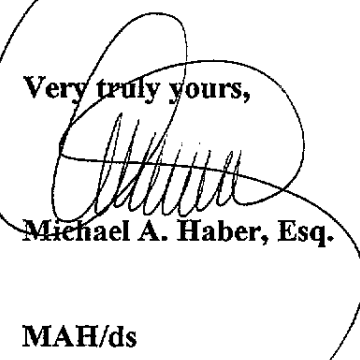
131.25

Dear Sirs,

Please find the enclosed Articles of Incorporation for the above-referenced company together with the attached check (number 1757) in the amount of one hundred and twenty-two dollars and fifty-cents (\$131.25) for the filing fees, for a certified copy of these corporate papers and for a certificate of status. Additionally, please find the enclosed addressed and stamped envelope for your convenience in returning the certified copy and status.

Thank you for your time and cooperation and please do not hesitate to contact either Ms. Conway or the undersigned registered agent should you have any questions or should you require any further information.

Very truly yours,

  
Michael A. Haber, Esq.

MAH/ds  
Encls..

RP  
12-8-97

# ARTICLES OF INCORPORATION of RILAR CORPORATION

## ARTICLE I - CORPORATE NAME

The name of the corporation is: **RILAR CORPORATION**

## ARTICLE II - CORPORATE OFFICE

The address of the principal office of the corporation is unknown and the mailing address of the corporation shall be:

915 Northwest 1<sup>st</sup> Avenue, # 2010  
Miami, Florida 33136  
(305) 381-8854

## ARTICLE III - PURPOSE OF CORPORATION

The purpose of this corporation is to profit by remodeling and installing kitchen cabinets.

## ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$ 1.00	Common

## ARTICLE V - DIVISION OF SHARES

The division of shares shall be as follows:

<u>Name</u>	<u>Shares</u>
Larry Raduenz	500
Rene Attias	500

## ARTICLE VI - PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as to that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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**ARTICLE VII - INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The corporation's initial Registered Agent and Registered office in the State of Florida shall be:

**INITIAL REGISTERED AGENT:** Michael A. Haber, Esq.  
**INITIAL REGISTERED OFFICE:** The White Building, Suite # 202  
One Northeast 2nd Avenue  
Miami, Florida 33132

**ARTICLE VIII - INCORPORATORS**

'The names and address' of each Incorporator executing these Articles of Incorporation is:

<b><u>Name</u></b>	<b><u>Address</u></b>
Larry Raduenz	915 Northwest 1 <sup>st</sup> Avenue, # 2010, Miami, Florida 33136
Rene Attias	915 Northwest 1 <sup>st</sup> Avenue, # 2010, Miami, Florida 33136

**ARTICLE IX - OFFICERS AND DIRECTORS**

The names and addresses of the officers and directors of Rilar Corporation are as follows:

<b><u>Name</u></b>	<b><u>Director</u></b>	<b><u>Officer</u></b>	<b><u>Position</u></b>
Larry Raduenz	Yes	Yes	President and Treasurer
Rene Attias	Yes	Yes	Vice-President and Secretary

**ARTICLE X - BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

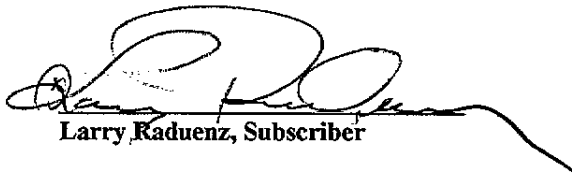
**ARTICLE XI - INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

**ARTICLE XII - AMENDMENTS**

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

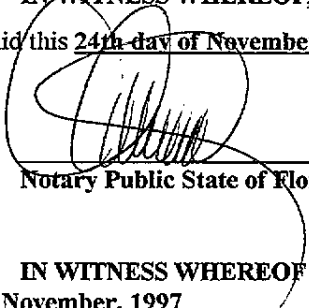
IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 24th day of November, 1997.

  
Larry Raduenz, Subscriber

STATE OF FLORIDA )  
                              )ss  
COUNTY OF DADE )

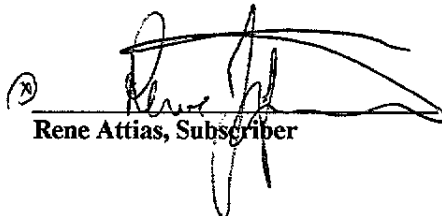
BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above personally appeared **LARRY RADUENZ** who is personally known to me or who has produced \_\_\_\_\_ as identification, who took an oath, who executed the foregoing Articles of Incorporation, and who acknowledged before me that he has executed these Articles of Incorporation for **RILAR CORPORATION** knowingly, intelligently and for the purposes herein described.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid this 24th day of November, 1997.

  
\_\_\_\_\_  
Notary Public State of Florida at Large



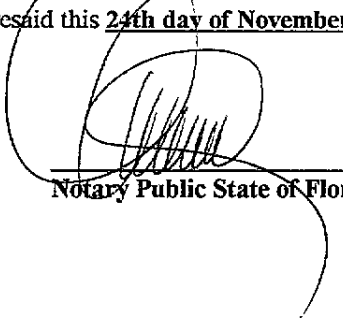
IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 24th day of November, 1997.

  
\_\_\_\_\_  
Rene Attias, Subscriber

STATE OF FLORIDA )  
                              )ss  
COUNTY OF DADE )

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above personally appeared **RENE ATTIAS** who is personally known to me or who has produced \_\_\_\_\_ as identification, who took an oath, who executed the foregoing Articles of Incorporation, and who acknowledged before me that he has executed these Articles of Incorporation for **RILAR CORPORATION** knowingly, intelligently and for the purposes herein described.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid this 24th day of November, 1997.

  
\_\_\_\_\_  
Notary Public State of Florida at Large



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That **RILAR CORPORATION**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami County of Dade, State of Florida, has named **MICHAEL A. HABER, ESQ.**, located at **The White Building, Suite # 202, One Northeast 2nd Avenue, City of Miami, County of Dade, State of Florida**, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above State corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 

**MICHAEL A. HABER, ESQ., Registered Agent**

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