

MAY-20-98 WEB 1:09 AM

P. 5

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TEXE9X98 FLORIDA DIVISION OF CORPORATIONS  
6:20 PM PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

((H98000009453 5))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (850)385-6735  
(850)561-1025

FAX #:

NAME: ROCA BOCA, INC. AUDIT NUMBER.....H98000009453 DOC TYPE.....FLORIDA  
PROFIT CORPORATION OR P.A. CERT. OF STATUS..0 PAGES..... 5  
CERT. COPIES.....0 DEL.METHOD... FAX EST.CHARGE.. \$70.00 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. \*\*

*Translation*  
*BOCA Rock, inc*

FILED  
98 MAY 20 AM 9:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W98-11480

FILED

98 MAY 20 AM 9:39

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF ROCA BOCA, INC.**

**ARTICLE I.**

The name of the corporation is ROCA BOCA, INC.

**ARTICLES II.**

The corporation shall have perpetual existence.

**ARTICLE III.**

This corporation is organized for any lawful business it may choose to undertake pursuant to the laws of the State of Florida.

This corporation shall have the powers as enumerated in Section 607.011 of the Florida Statutes, as they presently exist, together with any and all amendments to said Section.

**ARTICLE IV.**

The corporation is authorized to issue 1000 shares at \$ 1.00 (one dollar) par value per share, all of which shall be designated "common shares".

**ARTICLE V.**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as 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.

**ARTICLE VI.**

The street address of the initial <sup>principal</sup> registered office of this corporation and the name of the initial registered agent of this corporation are: RODRIGO GONZALEZ, and the address

Prepared by  
PABLO PEREZ, ESQ.  
2828 Coral Way # 304  
Miami, Fl. 33145  
Fl. Bar # 771635  
305-445-7666

is 5879 N.W. 36th Street, Miami, Florida 33166.

#### ARTICLE VII.

The names and post office addresses of the Directors of this corporation are as follows:

RODRIGO GONZALEZ	12878 S.W. 62 Terrace, Miami, Florida 33183
CARLOS LOYA	9104 N.W. 70th Street, Miami, Florida 33321

#### ARTICLE VIII.

The corporation shall have Two (02) Directors initially. The number of Directors may be increased from time to time in accordance with the By-Laws of the corporation adopted by the stockholders, but there shall always be at least two (02) Directors. To the extent permitted by law, RODRIGO GONZALEZ and CARLOS LOYA shall serve as a directors or officers of the corporation, and each person who served at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being a director or officer. The corporation shall reimburse such persons for all costs, legal and other expenses reasonably incurred by him in connection with any claims or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

#### ARTICLE IX.

The name and address of the person signing these Articles are as follows:

RODRIGO GONZALEZ	12878 S.W. 62 Terrace, Miami, Florida 33183
CARLOS LOYA	9104 N.W. 70th Street, Miami, Florida 33321

#### ARTICLE X.

Shares held by the initial shareholder(s) may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this

corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE XI.

These Articles of Incorporation may be amended by manner provided by law. Every amendment shall be approved by the directors, properly proposed by them to the stockholders of the corporation, and approved by said stockholders at a meeting of the majority of said stockholders then entitled to vote thereon, unless all of the Board of Directors and all of the stockholders of the corporation sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

  
RODRIGO GONZALEZ

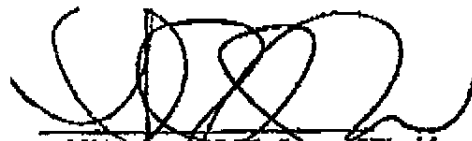
STATE OF FLORIDA        )

SS:

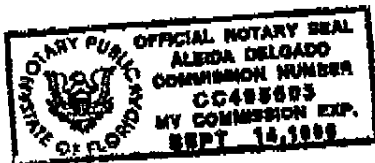
COUNTY OF DADE        )

PERSONALLY APPEARED before me, the undersigned authority, RODRIGO GONZALEZ being duly sworn, deposes and says that the foregoing document is true and correct to the best of his information and belief.

The foregoing instrument was acknowledged before me this 13 day of May, 1998 by RODRIGO GONZALEZ, who personally appeared before me at the time of notarization, and who is personally known to me, or, provided \_\_\_\_\_ as identification.

  
NOTARY PUBLIC, State of Florida  
at Large

My commission expires:



☒ Personally known to me

☐ Produced \_\_\_\_\_ as  
identification

  
CARLOS LOYA

STATE OF FLORIDA )

SS:

COUNTY OF DADE )

PERSONALLY APPEARED before me, the undersigned authority, CARLOS LOYA being  
duly sworn, deposes and says that the foregoing document is true and correct to the best of his  
information and belief.

The foregoing instrument was acknowledged before me this 13 day of May  
\_\_\_\_, 1998 by CARLOS LOYA, who personally appeared before me at the time of notarization,  
and who is personally known to me, or, provided \_\_\_\_\_ as identification.

  
NOTARY PUBLIC, State of Florida  
at Large

My commission expires:



☒ Personally known to me

☐ Produced \_\_\_\_\_ as  
identification

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**ACCEPTANCE OF REGISTERED AGENT**

Having been named as Registered Agent to accept service of process for the above-stated corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes Section 48.091 and any Amendments thereto, and to comply with the provisions of all other Statutes related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13

day of May, 1998.

I HEREBY I AM FAMILIAR WITH AND  
ACCEPT THE DUTIES AND  
RESPONSIBILITIES AS REGISTERED AGENT  
FOR SAID CORPORATION.

BY:

Rodriguez  
RODRIGO GONZALEZ

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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