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FLORIDA DIVISION OF CORPORATIONS  
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NAME: RUDY T. & SON, INC.

AUDIT NUMBER.....H98000011459

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

CERT. OF STATUS..0

PAGES..... 6

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**ARTICLES OF INCORPORATION**

**OF**

**RUDY T. & SON, INC.**

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liabilities, rights and privileges and immunities of corporations for profit, certifies that:

**ARTICLE I. NAME**

The name of the corporation is:

**RUDY T. & SON, INC.**

**ARTICLE II. EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE III. PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of this State.

**ARTICLE IV. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock, each having a \$ 1 par value per

share.

Frances Blissett, Esq.  
Frances Blissett, P.A.  
16211 N.E. 18 Avenue  
N. Miami Beach, FL 33162  
Fla. Bar #0044921  
(305)947-5777

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#### ARTICLE V. ADDRESS

The street address of the initial registered agent of the corporation shall be 1414 N.W. 51 Street, Miami, FL 33142 and the name of the initial registered agent of the corporation at the address is Rudolph Taylor, who hereby is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

#### ARTICLE VI. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

#### ARTICLE VII. DIRECTORS

This corporation shall have two directors initially. The number of directors may either increase or diminish from time to time in accordance with the by-laws but shall never be fewer than one (1). The name and address of the directors of this corporation are:

Rudolph Taylor President/Treasurer  
1414 N.W. 51 Street  
Miami, Florida 33142

Coralee Walkine-Taylor Director/Secretary  
1414 N.W. 521 Street  
Miami, Florida 33142

#### ARTICLE VIII. OFFICERS

The name and address of the officers of the corporation who shall hold office for the first year of the association, or until their successors are elected or appointed are:

Rudolph Taylor President/Treasurer Coralee Walkine-Taylor Director/Secretary

The address of the corporation is 1414 N.W. 51 Street, Miami, Florida  
33142.

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**ARTICLE IX INCORPORATOR**

The name and address of the Incorporator signing these Articles of Incorporation is:  
Rudolph Taylor, 1414 N.W. 51 Street, Miami, Florida 33142.

**ARTICLE X. ALIENATION OF SHARES**

No Shareholder of the Corporation may sell or transfer his shares to another without first offering them to the other shareholders of the Corporation, and he must offer them at the same price.

**ARTICLE XI. BY-LAWS**

The power to adopt, alter, amend or repeal by-laws of this Corporation shall be vested in the Board of Directors and Shareholders.

**ARTICLE XII. DIRECTORS' COMPENSATION**

The Shareholders of this Corporation shall have the exclusive authority to fix the compensation of the Directors of the Corporation.


**ARTICLE XIII. AMENDMENT OF ARTICLES**

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation.

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INCORPORATOR

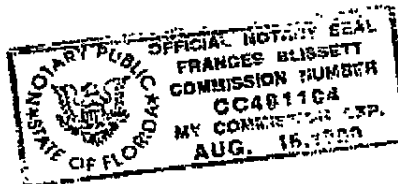
STATE OF FLORIDA )

COUNTY OF Dade )

BEFORE ME, the undersigned authority, personally appeared Rudolph Taylor, to me well known and known to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS, my hand and official seal in the county and State named above, this 19 day of June, 1998.

  
Notary Public



Printed Name of Notary

My Commission Expires

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION**

THE UNDERSIGNED hereby notifies that he has accepted the position and agrees to act as Registered Agent for Rudy T. & Son, Inc.

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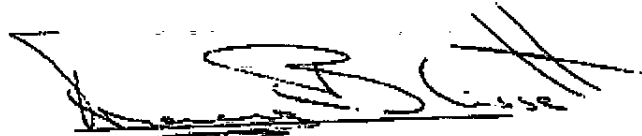
  
 RUDOLPH TAYLOR

STATE OF FLORIDA )

COUNTY OF Dade )

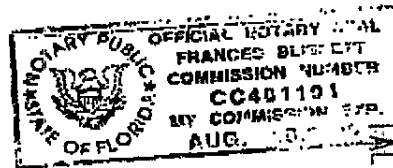
BEFORE ME, the undersigned authority, personally appeared Rudolph Taylor,  
 to me well known and known to me to be the individual described herein and who executed the  
 foregoing Articles of Incorporation, and acknowledged before me that he executed the same for  
 the purposes therein expressed.

WITNESS, my hand and official seal in the county and State named above this 19 day  
 of June, 1998.

  
 Notary Public

\_\_\_\_\_  
 Printed Name of Notary

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 My Commission Expires



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