

P98000058231

S

12:25 PM

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H98000012119 7))

TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001  
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255  
CONTACT: RAY STORMONT FAX #: (305)541-3770  
PHONE: (305)541-3694

NAME: THE ROCKBRAND INVESTMENT GROUP, CORP.  
AUDIT NUMBER.....H98000012119  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0 PAGES..... 7  
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

Connect: 00:04:21

FILED  
98 JUN 30 PM 1:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

m 6/30/98

H8000012119

7

# CERTIFICATE OF INCORPORATION

## ARTICLES OF INCORPORATION FOR

**THE ROCKBRAND INVESTMENT GROUP, CORP**

*We the undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation privileges, and immunities of a corporation for profit, hereby adopt(s) the following Articles of Incorporation.*

### ARTICLE I

*The name of the corporation shall be:*

**THE ROCKBRAND INVESTMENT GROUP, CORP**

### ARTICLE II

*The corporation may engage in any activity of business permitted under the laws of the United States of Florida.*

### ARTICLE III

*The corporation is authorized to issue one hundred (100) shares of \$680.00 par value Common Stock, which shall be designated "Common Shares". Shares of Common Stock by both the president and vice-president. Stocks will have no value if not signed by the president and vice-president.*

**PREPARED BY: GIOVANNI CASTELLANOS  
VARES INC  
1214 SW 2<sup>ND</sup> STREET  
MIAMI FL 33135  
305-642-7611**

**FILED**  
**98 JUN 30 PM 1:13**  
**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

H8000012119

498000012119

**ARTICLE IV**

*The amount of capital with which this corporation will begin business shall not be less than Five hundred (\$ 68,000.00) dollars,*

**ARTICLE V**

*This corporation is to have perpetual existence.*

**ARTICLE VI**

*The principal office of this corporation shall be:*

*1254 SW 13 AVE  
MIAMI FL 33135  
305-975-0529*

**ARTICLE VII**

*The number of the Board of Directors of the Corporation shall not be less than one person. The names and post office addresses of the First Board of Directors, who subject to the provisions of the Certificate of Incorporation, the By-laws and the Acts of Legislature, shall hold office for the Corporation, are:*

*ANIBAL ROCKBRAND  
15815 SW 91 CT  
MIAMI FL 33157  
305-234-3990*

**PRESIDENT**

*GERALDO LINARES  
1254 SW 13 AVE  
MIAMI FL 33135  
305-975-0529*

**VICE-PRESIDENT**

*JANET ROCKBRAND  
9447 STERLING DRIVE  
MIAMI FL 33157*

**SECRETARY**

*The Board of Directors will be able to utilize all powers granted them by law in order to direct the Corporation as they see fit.*

498000012119

91121000012119

**ARTICLE VIII**

*The names and post office addresses of each shareholder to the Certificate of Incorporation are as follows:*

<b>SHAREHOLDERS</b>	<b>% OF SHARES</b>
<b>ANIBAL ROCKBRAND</b> 15815 SW 91 CT MIAMI FL 33157 305-234-3990	25%
<b>GERALDO LINARES</b> 1254 SW 13 AVE MIAMI, FL 33135 305-975-0529	50%
<b>JANET ROCKBRAND</b> 9447 STERLING DRIVE MIAMI FL 33157 305-234-7816	25%

**ARTICLE IX**

*The corporation shall have the right and power to, from time to time, determine whether and to what extent, at what time and places and under what conditions and regulations the accounting books of this Corporation, other than the stock book, or any of them, shall be open to The inspection of the stockholders, and no stockholders shall have any right of inspections of any account book or document of this Corporation, except as conferred by statute, unless authorized by resolution of the stockholders or Board of Directors. The Corporation, in its By-laws confers power upon it's Board of Directors or Officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by Statute.*

*The corporation reserves the rights to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in the manner now hereafter prescribed by statute, and all rights conferred upon the stockholders herein or granted subject to this reservation.*


91121000012119

49800012119

*We, the undersigned, being each and all of the original subscribers to the capital stock herein above named for the purpose of forming a corporation for profit to do business Both within and without the State of Florida, do hereby declaring and certifying that the facts herein stated are true, and so respectively agree to abide by the Articles as herein stated.*

*Subscribed at Miami, Dade County, Florida, this 24TH day of JUNE the year 1998.*

  
\_\_\_\_\_  
ANIBAL ROCKBRAND, PRESIDENT

x   
\_\_\_\_\_  
GERALDO LINARES, VICE-PRESIDENT

  
\_\_\_\_\_  
JANET ROCKBRAND, SECRETARY

4498000012119

STATE OF FLORIDA )  
SS )  
COUNTY OF MIAMI- DADE )

*Before me, the undersigned authority, duly authorized to administer oaths and receive acknowledgments, personally appeared*

**ANIBAL ROCKBRAND, GERALDO LINARES, & JANET ROCKBRAND**

*Who, after being duly sworn by me, depose and say that he signed the above and foregoing Certificate of Incorporation for the purposes therein set forth.*

*WITNESS my hand and official seal, at Miami, Dade County, Florida, this 24<sup>TH</sup> day of JUNE of the year 1998.*

**GIOVANNI CASTELLANOS**  
*Notary Public,  
State of Florida at Large*

498000012119

**CERTIFICATE OF ADKNOWLEDGMENT  
OF REGISTERED AGENT  
FOR SERVICE AND PROCESS WITHIN THE  
STATE OF FLORIDA**

*Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:*

*That: THE ROCKBRAND INVESTMENT GROUP, CORP  
is qualified to do business under the laws of the State of Florida, with it's*

**REGISTERED OFFICE at:  
1254SW 13 AVE  
MIAMI FL 33135  
305-975-0529**

*and has appointed: GERALDO LINARES*

*As it's agent to accept services of process within the State.*

**ACKNOWLEDGMENT**

*Having been named as Registered Agent to accept service of process for the above stated Corporation at the place designated in the Certificate. I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping office said office.*

*X* *Geraldo Linares*  
**GERALDO LINARES, Registered agent**

**FILED  
98 JUN 30 PM 1:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

611210000854