

P 980000 77392

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

(904) 385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

900002633599--3

-09/08/98--01049--015

\*\*\*122.50 \*\*\*122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ROLARCO, INC. (Corporation Name) (Document #)
2. \_\_\_\_\_ (Corporation Name) (Document #)
3. \_\_\_\_\_ (Corporation Name) (Document #)
4. \_\_\_\_\_ (Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
98 SEP -8 PM 2:29  
RECEIVED  
98 SEP -8 AM 10:57  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Examiner's Initials

LAW OFFICES  
**ALVIN CAPP, P.A.**

ONE FINANCIAL PLAZA - SUITE 1610  
FORT LAUDERDALE, FLORIDA 33394

TELEPHONE (954) 462-8007  
FAX (954) 462-0140

September 4, 1998

Division of Corporations  
Secretary of State  
409 East Gaines Street  
Tallahassee, FL 32301

RE: Filing of Articles of Incorporation of Rolarco, Inc.

Dear Sir or Madam:

Enclosed please find the following in connection with the above-captioned filing:

1. An original and one copy of the Articles of Incorporation of Rolarco, Inc.

2. This firm's check in the amount of \$122.50 in payment of the following:

- (a) filing fee in the amount of \$35.00
- (b) certified copy in the amount of \$52.50 and
- (c) resident agent fee in the amount of \$35.00.

3. An original and one copy of the Certificate Designating Resident Agent and Office for Service of Process of Rolarco, Inc.

Please file the originals in your office and return the certified copy to Theresa with Blackstone.

Very truly yours,



LINDA RUDDY  
Legal Assistant

lsr  
Enclosure

ARTICLES OF INCORPORATION

OF

ROLARCO, INC.

FILED  
98 SEP -8 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be Rolarco, Inc.

ARTICLE II

NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is 7,500 shares of common stock, par value One (\$1.00) Dollar.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V

REGISTERED AGENT AND

INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida is:

Alvin Capp, Esquire  
One Financial Plaza - Suite 1610  
Ft. Lauderdale, FL 33394

ARTICLE VI

ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street address of the principal office of this Corporation in the State of Florida is 3485 Environ Blvd. #C308, Lauderhill, FL 33319.

ARTICLE VII

BOARD OF DIRECTORS

This Corporation shall have 1 director initially. The number of directors may be increased or decreased from time to time by by-laws adopted by the directors, but shall never be less than one (1).

ARTICLE VIII

INITIAL DIRECTORS

The names and addresses of the initial directors of this Corporation shall be:

Lawrence J. Torn  
3485 Environ Blvd. - #C308  
Lauderhill, FL 33319

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their

successors are elected or appointed and have qualified, whichever occurs first.

## ARTICLE IX

### DIRECTOR CONFLICT OF INTEREST

A. No contract or other transaction between a corporation and one or more of its directors, or between a corporation and any other corporation, firm, association or other entity, in which one or more of its directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the board of directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purpose:

1. If the fact of such common directorship, officership or financial interest is disclosed or known to the board or committee, and the board or committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested director or directors; or

2. If such common directorship, officership or financial interest is disclosed or known to the shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders; or

3. If the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the board, a committee or the shareholders.

B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or of a committee which approves such contract or transaction.

#### ARTICLE X

#### INDEMNIFICATION

The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for pursuant to the provisions of Section 607.0880 of the Florida Statutes, as amended.

#### ARTICLE XI

#### INCORPORATOR

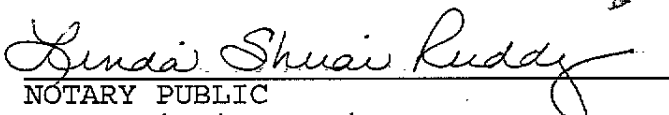
The name of the person signing these Articles of Incorporation as the Incorporator is Alvin Capp, Esquire and his street address is One Financial Plaza - Suite 1610, Ft. Lauderdale, FL 33394.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on this 4th day of September, 1998.

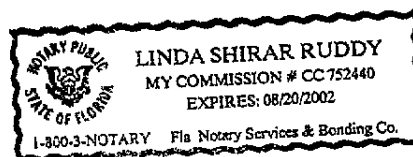
  
ALVIN CAPP

STATE OF FLORIDA )  
                          ss  
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 4th day of September, 1998, by Alvin Capp, as Incorporator.

  
NOTARY PUBLIC  
My commission expires:

c:\wp51\corporate\rolarco.art



FILED  
98 SEP -8 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**CERTIFICATE DESIGNATING RESIDENT AGENT  
AND OFFICE FOR SERVICE OF PROCESS  
OF  
ROLARCO, INC.**

ROLARCO, INC., a corporation existing under the laws of the State of Florida, with its principal office at 3485 Environ Blvd. - #C308, Lauderdale, FL 33319, has named Alvin Capp, Esquire, whose address is One Financial Plaza - Suite 1610, Ft. Lauderdale, FL 33394, as its agent to accept service of process within the State of Florida.

**ACCEPTANCE**

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Resident Agent, and agree to comply with all applicable provisions of law.

  
\_\_\_\_\_  
ALVIN CAPP