

P98000105030

200002704282-7
-12/07/98-01051-008
*****78.75 *****78.75

Frederic Charbonnel
301 N. Federal Hwy.
Hallandale, FL 33009

Secretary Of State

Dear Sir /Madam

Enclosed please find a check in the amount of \$~~122.50~~^{78.75} for;

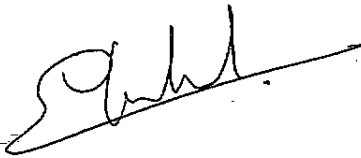
corporation fee, Register Agent

Total ~~\$122.50~~ 78.75

Please contact me if there is any question regarding this matter.
I remain,

Sincerely yours,

Frederic Charbonnel
date 12-3-98



SECRETARY OF STATE
TALLAHASSEE, FLORIDA
98 DEC 17 AM 9:18
FILED

P. S.

- * Copy
- * Returned Enveloped

CB
12-18-98
6



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 8, 1998

FREDERIC CHARBONNEL
301 N. FEDERAL HWY
HALLANDALE, FL 33009

SUBJECT: RED SUN, INC.
Ref. Number: W98000027472

We have received your document for RED SUN, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Article VII states there will be FOUR director(s), whereas TWO is/are listed.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6924.

Sharon Davis
Document Specialist Supervisor

Letter Number: 398A00058040

ARTICLE OF INCORPORATION
OF
Charbonnel, Inc.

The undersigned hereby executes, acknowledges and files the following Article of Incorporation for the purpose of creating a corporation under the laws of state of Florida.

98 DEC 17 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

ARTICLE I

The name of this corporation shall be:
Charbonnel, Inc.

ARTICLE II

This corporation shall commence its perpetual existence on the date the Articles of Incorporation are filed with the State of Florida, Department of State.

ARTICLE III

The general purpose for which this corporation is organized is;

To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in these Articles of Incorporation or any amendment thereof, necessary of incidental to the protection and benefit of the incorporation, as principal, agent, director, trustee or otherwise, and, in general either alone or in association with other corporations, firms or individuals, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of the corporation, whether or not such business is similar in nature to the proposes and objects set forth in these Article of Incorporation or any amendment thereof.

The forgoing paragraphs shall be construed as enumerating both objects and powers of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of one Dollar (\$1.00) par value common stock.

ARTICLE V

The street address of the initial registered office of this corporation and its initial registered agent are as follows:

Ali Moghani
17 South State Road 7
Plantation, FL 33317

ARTICLE VII

The corporation shall have at least two directors with the same rights, duties and obligations of directors as specified in Florida Statutes Chapter 607, with the exact number of directors, above four, to be specified by the members. The names and addresses of the first directors of this corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

President/Sec.
Frederic Charbonnel
301 N. Federal Hwy..
Hallandale, FL 33009

Vice-President/Tre.
Roger Charbonnel
301 N. Federal Why.
Hallandale, FL 33009

ARTICLE VIII

The name and address of incorporator is:

Frederic Charbonnel, 301 N. Federal Hwy., Hallandale, FL 33009

ARTICLE IX

By duly adopted action by the Board of Directors, this corporation may indemnify and/or insure any and all of its officers and directors, to the extent permitted by law, now existing or hereinafter enacted, including, without limitations, the expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding, in which they or any of them are made parties or party by reason of being or having been officers or directors of this corporation except in reaction to matters as to which any such director or officer, or former director or officer or person, shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the

performance of his duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under the By-Laws, agreements, votes of members or trustees, Chapter 617, Florida Statutes, or otherwise.

IN WITNESS WHEREOF, the undersigned, being the Incorporator of the above named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Incorporation this day of 1998.



(Seal)

Frederic Charbonnel

State of Florida

County of Broward

Before me, a Notary Public authorized to take acknowledgments, in the state and county set forth above, personally appeared Frederic Charbonnel, known to me to be the person (s) who executed the forgoing Articles of Incorporation and acknowledged before me that (he) (she) (they) executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, on this 12 day of December 1998



NOTARY PUBLIC

My commission Expires:

CERTIFICATION

Designating place of business or domicile for the Service of Process within State of Florida, naming an Agent upon whom process may be served

In compliance with section 48-091 Florida Statutes, the following is submitted:

1. That Charbonnel, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Hallandale State of Florida has named Ali Moghani, located at 17 South State Road 7, Planation, FL 33317 as its agent to accept service of Process within Florida

Signature [Handwritten Signature]
Frederic Charbonnel

Title: President

Date:

FILED
98 DEC 17 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having being named to accept Service of Process for above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity and to comply with the provisions of all statutes relative to the proper and complete performance my duties.

[Handwritten Signature] 12-15-98
Ali Moghani date

