

P99000048621

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000012835 7)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

RECEIVED
DIVISION OF CORPORATIONS
MAY 28 1999

99 MAY 28 AM 9:23

FILED

FLORIDA PROFIT CORPORATION OR P.A.

ROGER MKT. DISTRIBUTOR, INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

B. McKnight

MAY 28 1999

5/27/99 11:56 AM

MAY-27-1999 17:04

EMPIRE CORP

305 541 3770 P.02/07



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 27, 1999

EMPIRE

SUBJECT: ROGER MKT. DISTRIBUTOR, INC.
REF: W99000012473

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Article 7 states there will be 1 director(s), whereas 2 is/are listed.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: E99000012835
Letter Number: 499A00029351

H99000012835

ARTICLES OF INCORPORATIONOFROGER MKT. DISTRIBUTOR, INC.

The undersigned subscribes to these Articles of Incorporation, each natural person competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

ARTICLE ONE

The name of this corporation is:

ROGER MKT. DISTRIBUTOR, INC.

ARTICLE TWO

The general nature of the business and the object and purposes to be transacted and carried on are:

- A. To conduct any and all business not prohibited by the laws of the United States and the State of Florida;
- B. any and all lawful purposes;
- C. and, in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

Prepared By:
MARIO TACHER, ESQ.
291 S.W. 27th Avenue 2nd Floor
Miami, FL 33135
Tel: (305) 644-2211
Fla Bar No.: 509132

H99000012835

RECEIVED
FALL ANNUAL MEETING
FALL ANNUAL MEETING
FALL ANNUAL MEETING

99 MAY 28 AM 9:23

FILED

H99000012835

D. and, further, to borrow or raise money for any purpose of the company, and to secure the same interest, or for other purposes, to mortgage all or any part of the property corporeal or incorporeal rights or franchises of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE THREE

The maximum number of shares of stock that this corporation is authorized to have outstanding at this time is:

Five Hundred Shares - at \$1.00 par value.

ARTICLE FOUR

The amount of capital with which this corporation will begin business is not less than \$500.00.

ARTICLE FIVE

This corporation shall have perpetual existence.

ARTICLE SIX

The initial post office address of the principal office of this corporation in the State of Florida is:

**4218 S.W. 138th Court
Miami, FL 33175**

H99000012835

H99000012835

The Board of Director(s) may from time to time move the principal office to any other address in the State of Florida and establish branches and subsidiaries in any place within and without the United States.

ARTICLE SEVEN

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

ARTICLE EIGHT

The name(s) and address(es) of the number(s) of the first Board of Director(s), who is/are subject to the provisions of the Certificate of Incorporation, by-laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until his/her/their successor(s) are elected and have qualified, are:

ROGELIO ALVAREZ, - President

ROGELIO ALVAREZ, - Vice-President

ARTICLE NINE

The name and address of the subscriber of these Articles of Incorporation is:

ROGELIO ALVAREZ
4218 S.W. 138th Court
Miami, FL 33175

H99000012835

MAY-27-1999 17:05

EMPIRE CORP

305 541 3770 P.06/07

H99000012835

ARTICLE TEN

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be provided by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by majority of entitled to vote thereon.

ARTICLE ELEVEN
DESIGNATION OF REGISTERED AGENT

That ROGELIO ALVAREZ, located at 4218 S.W. 138th Court, Miami, FL 33175, is hereby named registered resident agent for this corporation to be its agent and to accept service of process within the State of Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for ROGER MKT. DISTRIBUTOR, INC at the place designated in this Article, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.


ROGELIO ALVAREZ

I, The Subscriber, being one of the original subscribers to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and

H99000012835

99 MAY 28 AM 9:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

H99000012835

file this Certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand and seal this 26 day of May 1999.

Rogelio Alvarez
ROGELIO ALVAREZ

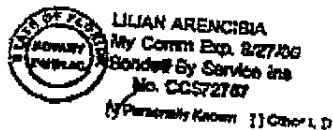
STATE OF FLORIDA)
) S.S.,
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to administer oaths and take acknowledgements, personally appeared ROGELIO ALVAREZ, to me well known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and seal in the County and State named above, this 26 day of May, 1999.

Lilian Arencibia
NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:



ARTICLES.INC

H99000012835