

# THOMAS A. GERO, C.P.A., P.A.

300 South Pine Island Road • Suite 227  
Plantation, Florida 33324  
(954) 473-8113 • (800) 540-0973  
Fax (954) 473-4683

P99000079840

August 31, 1999

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Rockliner, Inc.

Dear Sir or Madam:

Enclosed is an original and one copy of the articles of incorporation of Rockliner, Inc. and a check for \$78.75. Please return a certified copy of the articles and all correspondence concerning this matter to the following:

Thomas A. Gero  
300 S. Pine Island Road, Suite 227  
Plantation, Florida 33324-2631

If you need any further information, please call me.

Very truly yours,

*Thomas A. Gero*

Thomas A. Gero, CPA

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FILED  
99 SEP -2 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
9-1-99

9-9  
WC

ARTICLES OF INCORPORATION

OF

ROCKLINER, INC.

FILED  
99 SEP -2 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article 1

CORPORATE NAME

The Name of this Corporation shall be:

ROCKLINER, INC.

Article II

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

Article III

CAPITAL STOCK

This corporation is authorized to issue a maximum of 1000 shares of stock. The shares of stock authorized shall be common stock having a par value of \$ 1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

Prepared by:  
Thomas A. Gero  
300 S. Pine Island Road  
Suite 227  
Plantation, FL 33324-2631  
954-473-8113

**EFFECTIVE DATE**

9-1-99

Article IV

INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The Corporation's Initial Principal Office and Mailing address in the State of Florida shall be:

Rockliner, Inc.  
2580 SW 32nd Street  
Fort Lauderdale, Florida 33312

Article V

INITIAL REGISTERED AGENT

The Corporation's initial Registered Agent in the State of Florida shall be:

<u>Name</u>	<u>Address</u>
Thomas A. Gero	300 S. Pine Island Road Suite 227 Plantation, FL 33324-2631

Article VI

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by by-laws adopted by the Shareholders. However, the Corporation shall have no less than one (1) nor more than three (3) Directors at one time.

Article VII

INITIAL DIRECTOR

The name and post office address of each member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
Thomas M Dean	2801 NE 33 <sup>rd</sup> Court Apt. 202, Fort Lauderdale, FL 33306

The member of the first Board of Directors shall hold office until the first organizational meeting of the Shareholders and Directors of the Corporation.

Article VIII

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of

Incorporation is as follows:

Name

Thomas A. Gero

Address

300 S. Pine Island Road  
Suite 227  
Plantation, FL 33324

Article IX

EFFECTIVE DATE

Corporate existence will commence effective September 1, 1999

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a corporation to do business within the State of Florida, do make and file these Articles of Incorporation, hereby declaring and acknowledging that the facts herein stated are true.

*Thomas A. Gero*

THOMAS A. GERO  
300 S. Pine Island Road  
Suite 227  
Plantation, FL 33324-2631

STATE OF FLORIDA

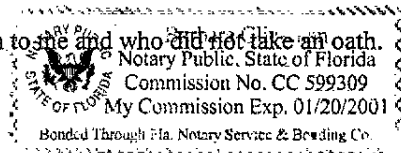
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 31st day of August, 1999

by THOMAS A. GERO who is personally known to me and who did not take an oath.

NOTARY PUBLIC, STATE OF FLORIDA

Name: *Barbara Glickman*  
My commission expires: *1/20/2001*



Having been named to accept service of process for the above styled corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in said capacity, and agree to comply with the provisions of Florida Statute 48.091.

DATED: August 31, 1999

*Thomas A. Gero*  
THOMAS A. GERO, REGISTERED AGENT