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TRANSMITTAL LETTER

FILED

99 SEP 13 AM 8:26

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-09/13/99--01045--001

*****87.50 *****87.50

SUBJECT:

Richard Magro, Inc.

(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

Richard Magro

Name (Printed or typed)

4515 SW 68 Court Circle #5

Address

Miami, FL 33155

City, State & Zip

305-662-9779

Daytime Telephone number

Richard GAVE
AUTHORIZATION BY PHONE TO
CORRECT Art VIII
DATE 9/20
DOC. EXAM BC

NOTE: Please provide the original and one copy of the articles.

PH 9/21/99 ✓

**ARTICLES OF INCORPORATION OF
RICHARD MAGRO, INC.**

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: **RICHARD MAGRO, INC.**

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be:

**4515 South West 68th Court Circle #5
Miami, Florida 33155**

and the name of the initial Registered Agent for the corporation at that address is:

Richard Magro

ARTICLE V - SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII - SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of 1 director. The initial Board of Directors shall consist of:

One Director RICHARD MAGRO
 4515 SW 68th CT CIR #5
 MIAMI, FL 33155

ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

Richard Magro
4515 South West 68th Court Circle #5
Miami, Florida 33155

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following is submitted in compliance with the laws of the State of Florida,

RICHARD MAGRO, INC.,

a corporation organizing under the laws of the State of Florida, with its principal office located at:

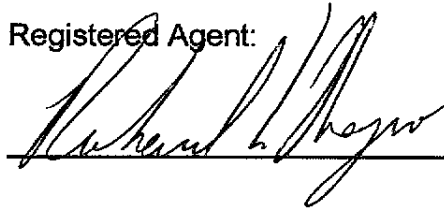
4515 South West 68th Court Circle #5
Miami, Florida 33155

has named Richard Magro, whose address is 4515 South West 68th Court Circle #5, Miami, Florida 33155, as its Agent to accept service of process within this State.

ACCEPTANCE:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent:

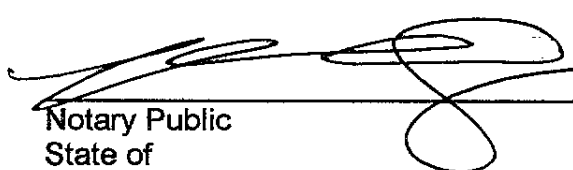


Date:

9/7/99

State of Florida)
) ss.
County of Dade)

The foregoing instrument was acknowledged by me this 7
day of Sept, 19 99 by: Richard Magro
who is/are personally known by me or who has/have produced: _____
_____ as identification and who did take an oath.


Notary Public
State of

My Commission Expires:

