

P99000094219

TRANSMITTAL LETTER

FILED
1999 OCT 25 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

RIVIERA PROPERTIES GROUP, INC.

SUBJECT: _____
(Proposed corporate name - must include suffix)

400003025244--5
-10/26/99--01047--005
*****78.75 *****78.75

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

ADDITIONAL COPY REQUIRED

FROM: _____
Name (Printed or typed)

Address

City, State & Zip

Daytime Telephone number

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

BC 10/26

CERTIFICATE OF INCORPORATION
OF
RIVIERA PROPERTIES GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We the undersigned, hereby associate ourselves together for the purpose of becoming a CORPORATION under the laws of the state of Florida, providing for the formation of a CORPORATION for profit, with the powers, right, privileges, and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State of Florida this Certificate of Incorporation, and to that end we do, by this Certificate, set forth

ARTICLE I

The name of this S CORPORATION (which is hereinafter called "THE S CORPORATION") is:
RIVIERA PROPERTIES GROUP, INC.

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carry of are to do any and all things allowed and permitted to be done by S CORPORATIONS under the Statutes of the State of Florida, and to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to-wit:

- 1.- BUY, SELL, RENT, LEASE, ETC. GENERAL MERCHANDISES
- 2.- BUY, SELL, RENT, LEASE, ETC. BUSINESS SERVICES

ARTICLE III

The stock of this S CORPORATION shall be divided into 100 shares of stock of the par value of \$1.00 per share, all of one class, namely Common Stock, and having an aggregate par value of \$100.00

All said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose, property labor or services may be purchased or paid for with the capital stock, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.-

ARTICLE IV

The amount of capital with this S Corporation shall begin business shall be no less than \$100.00

ARTICLE V

The principal place of business of the S CORPORATION Shall be at:

1399 S.E. 9th Avenue Hialeah, Florida 33010

ARTICLE VI

This S CORPORATION shall have perpetual existence.-

ARTICLE VII

The names and post office addresses of the first Board of Directors of the S CORPORATION, who shall hold office for the first year, or until their successors, are chosen, shall be:



KENNETH E. PLATT
1399 S.E. 9th Avenue
Hialeah, Florida 33010

DIRECTOR



GUSTAVO A. GARBALOSA
1399 S.E. 9th Avenue
Hialeah, Florida 33010

DIRECTOR

ARTICLE VIII

The number of directors of the S CORPORATION shall be not less than two (2) and no more than fifteen (15)

ARTICLE IX

The names and post office addresses of the PRESIDENT AND VICE PRESIDENT, who shall hold office until their successors are elected or appointed or have qualified are;



KENNETH E. PLATT
1399 S.E. 9th Avenue
Hialeah, Florida 33010

PRESIDENT



GUSTAVO A. GARBALOSA
1399 S.E. 9-th Avenue
Hialeah, Florida 33010

VICE-PRESIDENT

ARTICLE X

The names and post office addresses of each subscriber and the number of shares of stock which agrees to take are:



KENNETH E. PLATT
PRESIDENT

50 SHARES \$ 1.00 EACH \$ 50.00



GUSTAVO A. GARBALOSA
VICE-PRESIDENT

50 SHARES \$ 1.00 EACH \$50.00

ARTICLE XI

All of the proceeds of which amount to at least \$1.00 each share.- ____

ARTICLE XII

The Registered Agent Shall be:

KL

KENNETH E. PLATT
1399 S.E. 9TH AVENUE
HIALEH, FLORIDA 33010

IN WITNESS WHEREOF, we have hereunto set our hands and seals, and acknowledged to be filled in the office of the Secretary of State the foregoing Certificate of Incorporation, this October 20, 1999

Kenneth E. Platt (SEAL)
Gustavo A. Garbalosa (SEAL)

COUNTY OF DADE

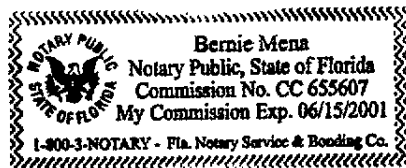
STATE OF FLORIDA

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared: KENNETH E. PLATT AND GUSTAVO A. GARBALOSA

and each severally acknowledged before me that they signed the foregoing Certificate of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at the City of Miami, State of Florida, this 20th day of October of 1999

Bernie Mena
BERNIE MENA
NOTARY PUBLIC



PRODUCED FLORIDA PRIV. EIC. FOR I.D.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091 FLORIDA ESTATUTES, THE FOLLOWING IS SUBMITTED:

FIRST.- THAT RIVIERA PROPERTIES GROUP, INC.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF HIALEAH
CITY

FLORIDA HAS NAMED: KENNETH E. PLATT GUSTAVO A. GARBALOSA
(STATE) (NAME OF RESIDENT AGENT) (NAME OF RESIDENT AGENT)

LOCATED AT: 1399 S.E. 9TH AVENUE HIALEAH FLORIDA 33010

CITY OF HIALEAH STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICES OF PROCESS WITHIN FLORIDA.

SIGNATURE *Kenneth E. Platt*
CORPORATE OFFICER

TITLE PRESIDENT

DATE OCTOBER 20, 1999

SIGNATURE *Gustavo A. Garbalosa*
CORPORATE OFFICER

TITLE VICE PRESIDENT

DATE OCTOBER 20, 1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY AGREE TO ACC IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVES TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE *Kenneth E. Platt*
RESIDENT AGENT

DATE OCTOBER 20, 1999

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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