



South Florida Electronic Services, Inc.

734 N.W. 141st Street

Miami, Florida

(305) 681-0039

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-11/08/99--01077--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

State of Florida

Division of Corporations

PO Box 6327

409 East Gaines Street

Tallahassee, Florida 32314

Re: New corporation

Gentlemen:

Enclosed are the Articles of Incorporation for:

A check in the amount of \$78.75 is enclosed for:

1. Filing fees
2. Resident Agent Registration
3. Certificate of Status

Please process. If you have any questions, please do not hesitate to phone.

Sincerely yours,

*Michael Lewis*

Managing Agent

BLA:ba

Enclosures

FILED  
99 NOV -8 AM 9:50  
STATE  
TALLAHASSEE, FLORIDA

MYC-1099

ARTICLES OF INCORPORATION  
OF  
ROSIE S. COMPANY, INC.

FILED  
99 NOV -8 AM 9:50  
TALLAHASSEE, FLORIDA

The undersigned persons, acting as incorporators of a corporation organized under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I  
CORPORATE NAME

The name of this corporation is Rosie S. Company, Inc.

ARTICLE II  
INITIAL PRINCIPAL OFFICE

The mailing address of the corporation's initial principal office is:

8460 NW 8th Street  
Pembroke Pines, Florida 33024

ARTICLE III  
SHARES

The total number of shares which the corporation shall have authority to issue is 500 shares with no par value

ARTICLE IV  
PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of the State of Florida.

ARTICLE V  
DIRECTORS

The persons constituting the initial Board of Directors are Ronie Franklin Suggs, Virginia Sue Suggs, and C. V. Brown. After the initial Board of Directors, the Board shall consist

of such number of directors as shall be determined by the shareholders at their Annual Meeting at which time the Directors are appointed &/or elected.

## ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for:

1. breaches of the duty of loyalty,
2. acts or omissions not in good faith of which involve intentional misconduct or a knowing violation of law,
3. declaration of unlawful dividends or unlawful stock repurchases or redemptions,
4. a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

## ARTICLE VII OTHER PROVISIONS

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No Shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the

shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only with thirty (30) days from and after the date on which the corporation declines to exercise its option.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or the Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer or agent that is specifically designated by resolution of the Board of Directors.

## ARTICLE VIII INCORPORATORS

The following persons are the original incorporators:

Ronnie Franklin Suggs  
8460 NW 8th Street  
Pembroke Pines, Florida 33024

Virginia Sue Suggs  
8460 NW 8th Street  
Pembroke Pines, Florida 33024

C. V. Brown  
8460 NW 8th Street  
Pembroke Pines, Florida 333024

CERTIFICATION: I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

Ronnie F. Suggs  
Signature

Virginia Sue Suggs  
Signature

C. V. Brown  
Signature

STATE OF FLORIDA  
COUNTY OF MIAMI DADE

BEFORE ME, A Notary Public, appeared the incorporators, Ronie Franklin Suggs, Virginia Sue Suggs, and C.V. Brown,, whom to me are personally known to be said persons, and the voluntarily and freely sign the foregoing instrument this 31 day of October, 1999.

Michael B. Lewis  
Michael B. Lewis

My commission expires:

Nov. 11, 2001



MICHAEL B. LEWIS  
COMMISSION # CC 695622  
EXPIRES NOV 11, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.

ARTICLE IX  
NAME AND ADDRESS OF INITIAL CORPORATE OFFICE

The name and mailing address of this Corporation is:

Rosie S. Company, Inc.  
8460 NW 8th Street  
Pembroke Pines, Florida 33024

ARTICLE X  
OFFICERS AND DIRECTORS

The incorporators shall act as the officers and directors of this corporation.

The initial officers who shall hold office the first year of the corporations existence or until their successors are elected are:

Ronnie Franklin Suggs	President, Resident Agent, Director
Virginia Sue Suggs	Secretary, Director
C. V. Brown	Treasurer, Director

ARTICLE XI  
DESIGNATION OF RESIDENT AGENT  
& REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the corporation, Rosie S. Company, Inc., submits the following statement in designating the Registered Agent.

The name of the corporation is Rosie S. Company, Inc.

The address of the corporation is 8460 NW 8th Street, Pembroke Pines, Florida 33024.

The name of the Registered Agent is Ronie Franklin Suggs

The address of the Registered Agent is 8460 NW 8th St. Pembroke Pines, Florida 33024.

ARTICLE XII  
STATEMENT OF REGISTERED AGENT

Having been named to accept service of process for Rosie S. Company, Inc., at the place designated in the certificate, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as the Registered Resident Agent as stated in Section 607.325 of the Florida Statutes.

Ronnie F. Sygo

Signature

10/31/99

Date

FILED  
99 NOV -8 AM 9:50  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF MIAMI DADE

BEFORE ME, A NOTARY PUBLIC, appeared Ronie Franklin, whom to me is personally known, and he swore to the forthrightness of the documentation and accepted the office of Registered Agent for Rosie S. Company, Inc. this 31 day of October, 1999.

Michael B. Lewis

Michael B. Lewis  
Notary Public  
State of Florida

My commission expires: Nov. 11, 2001



MICHAEL B. LEWIS  
COMMISSION # CC 695622  
EXPIRES NOV 11, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.