

Maring BOOKKEEPING SERVICE, INC.

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2000 JUN -5 AM 9:19

5795 Orange Drive, Davie, FL 33314
Dade (305) 895-3466 • Broward (954) 792-5075 • FAX (954) 792-5062

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

INCOME TAX • CORPORATE RETURNS • PARTNERSHIP • SMALL BUSINESS

PO00000057269

May 1, 2000

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-06/06/00--01008--018
****122.50 ****78.75

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Fla. 32399

Re: Articles of Incorporation for
REPPEN GROUP, INC.

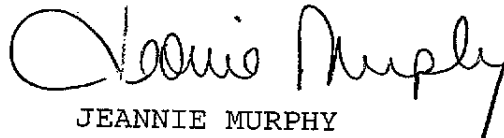
Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above captioned corporation.

Also enclosed please find our check in the amount of \$122.50 representing filing fees, registered agent fees and the return of one (1) certified copy of the Articles.

Thank you for your attention to this matter.

Sincerely,



JEANNIE MURPHY
MARING BOOKKEEPING SERVICE

Enclosures

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

REPPEN GROUP, INC.

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION, EACH A NATURAL PERSON, COMPETENT TO CONTRACT, HEREBY ASSOCIATE THEMSELVES TOGETHER TO FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

I.

NAME

THE NAME OF THIS CORPORATION IS: REPPEN GROUP, INC.

II.

NATURE OF BUSINESS

THE GENERAL NATURE OF THIS BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS: RETAIL/WHOLE SALES

1. TO ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA.

FURTHER, AND NOT BY WAYS OF LIMITATION OF THE PRECEDING PARAGRAPH:

2. TO MANUFACTURE, PURCHASE, OR OTHERWISE ACQUIRE, AND TO OWN, MORTGAGE, PLEDGE, SELL, ASSIGN, TRANSFER, OR OTHERWISE DISPOSE OF, AND TO INVEST IN, TRADE IN, DEAL IN WITH GOODS, WARES, MERCHANDISE, REAL AND PERSONAL PROPERTY, AND SERVICES, OF EVERY CLASS, KIND, AND DESCRIPTION, EXCEPT THAT IT IS NOT CONDUCT A BANKING, SAFE DEPOSIT, TRUST, INSURANCE, SURDITY, EXPRESS, RAILROAD, CANAL, TELEGRAPH, TELEPHONE, OR CEMETERY COMPANIES, BUILDING AND LOAN ASSOCIATION, FRATERNAL BENEFIT SOCIETY, STATE FAIR OR EXPOSITION.

3. TO CONDUCT BUSINESS IN, HAVE ONE OR MORE OFFICES IN, AND BUY, HOLD, MORTGAGE, SELL OR CONVEY, LEASE OR OTHERWISE DISPOSE OF, REAL AND PERSONAL PROPERTY, INCLUDING FRANCHISE, PATENTS, COPYRIGHTS, TRADEMARKS, AND LICENSE, IN THE STATE OF FLORIDA, AND IN ALL OTHER STATES AND COUNTRIES.

4. TO CONTRACT DEBTS AND BORROW MONEY, ISSUE AND SELL, OR PLEDGE BONDS, DEBENTURES, AND NOTES, AND OTHER EVIDENCE OF INDEBTEDNESS, AND EXECUTE SUCH MORTGAGES, TRANSFERS OF CORPORATE PROPERTY, OR OTHER INSTRUMENTS, TO SECURE THE PAYMENT OF CORPORATION INDEBTEDNESS AS REQUIRED.

5. TO PURCHASE THE CORPORATE ASSETS OF ANY OTHER CORPORATION AND ENGAGE IN THE SAME, OR OTHER CHARACTER OF BUSINESS.

6. TO GUARANTEE, ENDORSE, PURCHASE, HOLD, SELL, TRANSFER, MORTGAGE, PLEDGE OR OTHERWISE ACQUIRE, OR DISPOSE OF THE SHARES OF CAPITAL STOCK OF, OR MAY BONDS, SECURITIES, OR OTHER EVIDENCES OF INDEBTEDNESS, CREATED BY ANY OTHER CORPORATION OF THE STATE OF FLORIDA, OR ANY OTHER STATE OF GOVERNMENT, AND WHILE OWNER OF SUCH STOCK, TO EXERCISE ALL OF THE RIGHTS, POWERS AND PRIVILEGES OF OWNERSHIP, INCLUDING THE RIGHT TO VOTE SUCH STOCK.

III.

CAPITAL STOCK

THE MAXIMUM NUMBER IF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS: ONE HUNDRED SHARES OF COMMON STOCK, HAVING A NOMINAL PAR. VALUE OF: FIVE DOLLARS

IV.

INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS IS NOT LESS THAN: FIVE HUNDRED DOLLARS.

V.

TERM OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY.

VI.

ADDRESS

THE INITIAL POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS: 11127 NANTUCKET BAY COURT, WELLINGTON, FLORIDA 33144. THE BOARD OF DIRECTORS, MAY FROM TIME TO TIME, MOVE THE PRINCIPAL OFFICE OF THE CORPORATION TO ANY OTHER ADDRESS IN THE STATE OF FLORIDA.

VII. —

DIRECTORS

THIS CORPORATION SHALL BE EXERCISED BY A BOARD OF ONE (1) OR MORE DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED, FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKHOLDERS, BUT SHALL NEVER BE LESS THAN ONE (1).

VIII. —

INITIAL DIRECTORS

THE NAMES AND ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS ARE:

<u>NAME</u>	<u>ADDRESS</u>
KELLEY L. REPPEN	11127 NANTUCKET BAY COURT WELLINGTON, FLORIDA 33414
PETER J. REPPEN	11127 NANTUCKET BAY COURT WELLINGTON, FLORIDA 33414

VIIII.

SUBSCRIBERS

THE NAMES AND ADDRESSES OF EACH SUBSCRIBER OF THE ARTICLES OF INCORPORATION, THE NUMBER OF SHARES, EACH AGREES TO TAKE AND THE VALUE OF THE CONSIDERATION ARE:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
KELLEY L. REPPEN	11127 NANTUCKET BAY CT WELLINGTON, FLORIDA 33414	51	\$ 255.00
PETER J. REPPEN	11127 NANTUCKET BAY CT WELLINGTON, FLORIDA 33414	49	\$ 245.00

THESE ARTICLES OF INCORPORATION, MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE ADOPTED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM, TO THE STOCKHOLDERS, AND APPROVED AT A STOCKHOLDER'S MEETING, BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREIN, UNLESS ALL DIRECTORS AND ALL THE STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE.

SUBSCRIBERS:

Kelley J. Reppen
KELLEY J. REPPEN
PRESIDENT, DIRECTOR

Peter J. Reppen
PETER L. REPPEN
VICE - PRESIDENT, DIRECTOR, RESIDENT AGENT

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, AN OFFICER DULY AUTHORIZED IN STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED: KELLEY J. REPPEN & PETER J. REPPEN TO ME KNOWN, TO BE THE PERSONS DESCRIBED AS SUBSCRIBERS IN, AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT THEY SUBSCRIBED THE SAME.

WITNESS, BY MY HAND AND SEAL, IN THE COUNTY OF BROWARD, STATE OF FLORIDA, ON THIS 1ST DAY OF MAY 2000.

Jean Marie Murphy

NOTARY PUBLIC, STATE OF FLORIDA, AT LARGE

MY COMMISSION EXPIRES:
MY COMMISSION NUMBER:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

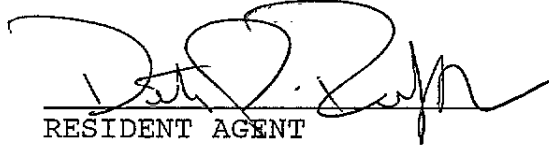
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON PROCESS MAY BE SERVED.

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST, THAT REPPEN GROUP, INC. DESIRING TO ORGANIZE UNDER THE
LAWS OF THE STATE OF FLORIDA WITH IT'S PRINCIPAL OFFICE, AS
INDICTED IN THE ARTICLES OF INCORPORATION, AT CITY OF WELLINGTON
COUNTY OF BROWARD, STATE OF FLORIDA, HAS NAMED PETER L. REPPEN,
AT 11127 NANTUCKET BAY COURT, WELLINGTON, FLORIDA 33414 BY OF
BROWARD, COUNTY, OF WELLINGTON, STATE OF FLORIDA, AT IT'S AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE, WITH
THE PROVISIONS OF SAID ACT TO KEEPING OPEN SAID OFFICE.


RESIDENT AGENT
PETER L. REPPEN