

P95000068486

**Red Baron, Inc.**

(A FLORIDA CORPORATION IN FORMATION)

166 Everglades Avenue, Palm Beach, Florida 33460 - (407) 833-5828

August 29, 1995

Secretary of State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Dear Sir:

Enclosed are two copies of the Articles of Incorporation of the above corporation and two copies of the designation of registered agent.

Please file these documents at your earliest convenience.

Enclosed is the fee for incorporation and certification of \$122.50.

Yours very truly,



Rene von Richthofen  
Subscriber  
Registered Agent  
Incorporator

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-09/05/95--01001--011  
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SEP 06 1995

FILED  
95 SEP - 1 PM 12: 18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**  
ARTICLES OF INCORPORATION  
OF  
RED BARON, INC. TALLAHASSEE, FLORIDA  
95 SEP -1 PM 12: 18  
SECRETARY OF STATE

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be:

RED BARON, INC.

The principal place of business of this corporation shall be 166 Everglades Avenue, Palm Beach, Florida 33480.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, 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 1,000 shares of Common Stock having a par value of \$0.01 per share.

**ARTICLE IV. INITIAL REGISTERED AGENT**

The street address of the initial registered office of the corporation shall be 166 Everglades Avenue, Palm Beach, Florida 33480 and the name of the initial registered agent of the corporation at that address is Rene von Richthofen.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI. DIRECTORS**

This corporation shall have no Directors, initially. The affairs of the corporation will be managed by the shareholders until such time Directors are designated as provided by the Bylaws.


**ARTICLE VII. INCORPORATOR**

The name and address of the incorporator and subscriber to these Articles of Incorporation is:

Rene von Richthofen

166 Everglades Avenue  
Palm Beach, Florida 33480

29 IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this day of August, 1995.

 (SEAL)  
Rene von Richthofen, Incorporator  
and Subscriber

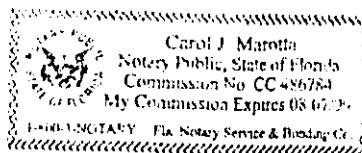
STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 29 day of August, 1995, by Rene von Richthofen.

  
Notary Public, State of Florida at Large

My Commission Expires: 8/7/99



**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THE STATE NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

The following is submitted pursuant to Sections 48.091(1) and 607.034, Florida Statutes:

Red Baron, Inc., desiring to organize under the laws of the State of Florida being in the County of Palm Beach, at 166 Everglades Avenue, Palm Beach, Florida 33480 has named RENE VON RICHTHOFEN located at 166 Everglades Avenue, Palm Beach, Florida 33480 as its initial registered agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at the initial registered office of the Corporation in this State, I hereby accept to act in this capacity and agree to comply with the provisions of said statute relative to keeping the registered office of the corporation open from 10:00 a.m. to noon each day except Saturdays, Sundays and legal holidays, and to post therein a sign designating the name of the corporation and name of its registered agent.

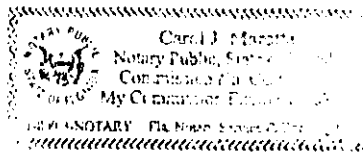
Date: August 29, 1995 BY: Rene von Richthofen  
Rene von Richthofen, Registered Agent

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 29 day of August, 1995, by Rene von Richthofen.

Carol J. Marotta  
Notary Public, State of Florida at Large  
My Commission Expires: 8/7/99



**FILED**  
95 SEP - 1 PM 12:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA