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CERTIFIED PUBLIC ACCOUNTANT

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March 11, 1996

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

Re: R.P. SUNSHINE STATE, INC.
ARTICLES OF INCORPORATION

Dear Sir or Madam:

Enclosed please find the original and two copies of the Articles of Incorporation of R.P. SUNSHINE STATE, INC. along with a check in the amount of \$122.50 for the filing fees. Please forward to me the third copy after it has been stamped "filed".

Thank you for your attention in this matter.

Sincerely,

Ada Perez

Ada Perez

enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
R.P. SUNSHINE STATE, INC.

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.

I

The name of this corporation shall be R.P. SUNSHINE STATE, INC. and the principal place of business shall be 22346 PINEAPPLE WALK DRIVE, BOCA RATON, FLORIDA 33433.

II

This corporation may engage in or transact any and all lawful business and/or activities permitted under the laws of the State of Florida, of the United States, and of any other state, country, territory or nation, and shall have all of the powers granted to a corporation under the State of Florida, of the United States, and of any other state, country, territory or nation.

III

This corporation is authorized to issue 1000 shares of common stock of a par value of 1 dollar a share.

IV

The initial address of this corporation shall be 22346 PINEAPPLE WALK DRIVE, BOCA RATON, FLORIDA 33433 with the privilege of having its offices and branch offices at other places within or without the State of Florida. The name and address of the initial registered agent shall be STEVE ZBARSKY, 22346 PINEAPPLE WALK DRIVE, BOCA RATON, FLORIDA 33433.

V

The power to adopt, alter, amend or repeal by-laws shall be vested in the board of directors.

VI

This corporation shall commence its existence immediately upon the filing of these articles of incorporation, and shall exist perpetually unless sooner dissolved according to law.

VII

There shall be a Board of Directors for this corporation which shall consist of one person. The number of Directors may be increased or diminished from time to time as determined by the By-Laws, but shall never be less than one. Any Director may be removed at any annual or special meeting of stockholders called in accordance with the By-Laws of the Corporation, by the same vote as that required to elect a Director.

VIII

The NAME and ADDRESS of the first Board of Directors IS as follows:

STEVE ZBARSKY
22346 PINEAPPLE WALK DRIVE
BOCA RATON, FLORIDA 33433

The members of the first Board of Directors, unless otherwise provided by the By-Laws, shall hold office for the first year of the existence of the Corporation or until their successors are elected or appointed and have qualified.

