

PO0000061457

June 19, 2000

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

Dear Sirs:

Please record the Articles of REX GILLENWATER, INC.
as attached and return the verification of the
recorded articles to:

000003298960--0
-06/21/00--01057--007
*****70.00 *****70.00

Glenn R. Luisi Accountant, P.A.
104 Prestwood Lane
 Mooresville, NC 28117

Attached is my check # 1060 for \$70.00 for the recording
fee.

Very Truly Yours,

Glenn R. Luisi

Glenn R. Luisi

FILED
00 JUN 21 PM 5:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6-23
WCC

GLENN R. LUISI ACCOUNTANT P.A.

104 PRESTWOOD LANE, MOORESVILLE, NC 28117, PHONE/FAX (704) 895-0626, TOLL FREE (800) 854-1099

ARTICLES OF INCORPORATION
OF
REX GILLENWATER, INC.

The undersigned; for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME & PRINCIPAL ADDRESS

The name of the corporation is
REX GILLENWATER, INC.
The initial address is 1429 N. ANDREWS AVENUE
FT. LAUDERDALE, FL 33311

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

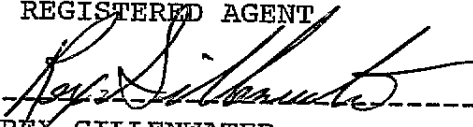
The corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the STATE OF FLORIDA.

ARTICLE FOUR
CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 1000, all which shall be common shares with a \$1.00 par value.

ARTICLE FIVE
REGISTERED OFFICE

The street address of the initial registered office of the corporation shall be 1429 N. ANDREWS AVENUE FT. LAUDERDALE, FL 33311 and the name of the initial registered agent at such address is REX GILLENWATER
I do hereby accept the position of REGISTERED AGENT


REX GILLENWATER
Registered Agent

ARTICLE SIX
PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-emptive Rights.

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TALLAHASSEE, FLORIDA

ARTICLE SEVEN
DIRECTORS

7.01 The Board of Directors of the corporation shall consist of at least one member.

7.02 The name and address of the initial Director of the Board:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
REX GILLENWATER	1429 N. ANDREWS AVENUE FT. LAUDERDALE, FL 33311	PRESIDENT

ARTICLE EIGHT
INCORPORATOR

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
REX GILLENWATER	1429 N. ANDREWS AVENUE FT. LAUDERDALE, FL 33311

IN WITNESS WHEREOF, I have subscribed my name this 1st day of may, 2000



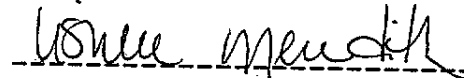
REX GILLENWATER
Incorporator

STATE OF FLORIDA :
:SS
COUNTY OF BROWARD :

On this 1st day of may, 2000, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared REX GILLENWATER known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand official seal.





NOTARY PUBLIC
STATE OF

MY COMMISSION EXPIRES: