

P00000077813

TIMOTHY W. COX, P.A.
Attorneys and Counselors at Law

Timothy W. Cox

324 Datura Street, Suite 300
West Palm Beach, FL 33401

Telephone: (561) 820-8151
Facsimile: (561) 820-8103

August 3, 2000

Secretary of State
Corporate Records Bureau
P. O. Box 6327
Tallahassee, FL 32314

900003347893--2
-08/07/00--01123--010
*****78.75 *****78.75

Re:

Gentlemen:

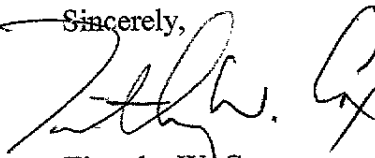
Enclosed herewith are two executed copies of the Articles of Incorporation for the above-referenced corporation, along with a check, payable to the Secretary of State in the amount of \$78.75, in payment of the following:

Filing Fee	\$ 35.00
Certified Copy	\$ 8.75
Registered Agent Filing Fee	<u>\$ 35.00</u>
	\$ 78.75

Please return the certified copy to the attention of the undersigned.

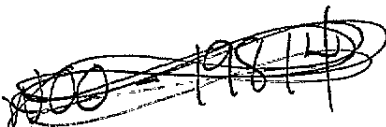
Thank you for your cooperation in this matter.

Sincerely,


Timothy W. Cox

FILED
00 AUG 16 AM 10:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

enc: Check
Articles in duplicate



T BROWN AUG 17 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 10, 2000

TIMOTHY W. COX, P.A.
324 DATURA STREET
SUITE 300
W. PALM BEACH, FL 33401

SUBJECT: ROTO, INC.
Ref. Number: W00000019814

We have received your document for ROTO, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 200A00043303

Law Offices
TIMOTHY W. COX, P.A.
Attorneys and Counselors at Law

Timothy W. Cox

324 Datura Street, Suite 300
West Palm Beach, FL 33401

Telephone: (561) 820-8151
Facsimile: (561) 820-8103

August 15, 2000

Secretary of State
Corporate Records Bureau
409 East Gaines Street
Tallahassee, FL 32399

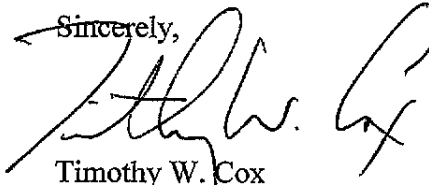
Re: Rose Kyle Properties, Inc.

Gentlemen:

Enclosed herewith are two executed copies of the Articles of Incorporation for the above-referenced corporation, with appropriate corrections made regarding the name of the corporation.

Please return the certified copy to the attention of the undersigned.

Thank you for your cooperation in this matter.

Sincerely,

Timothy W. Cox

enc: Check
Articles in duplicate

**ARTICLES OF INCORPORATION
OF
ROSE KYLE PROPERTIES, INC.**

FILED
00 AUG 16 AM 10:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is Rose Kyle Properties, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date these articles are filed with the State of Florida.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this corporation is Timothy W. Cox, 324 Datura Street, Suite 300, West Palm Beach, FL 33401.

ARTICLE VI-INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 13018 156th Street North, Jupiter, FL 33478 .

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws but shall never be less than one (1). The name and address of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Rosemary Kyle	13018 156 th Street North Jupiter, FL 33478
Anthony Lucido	154 Lake Meryl Drive, #156 West Palm Beach, FL 33411

ARTICLE VIII - BY-LAWS

The by-laws of this corporation may be adopted, altered, amended or repealed by either the shareholders or directors.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles is Rosemary Kyle, 13018 156th Street North, Jupiter, FL 33478.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

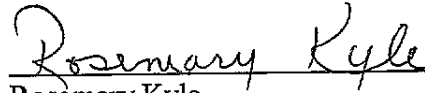
ARTICLE XII - AFFILIATED TRANSACTIONS

This corporation elects not to be subject to the provisions of Section 607.0901, Florida Statutes.

ARTICLE XIII - CONTROL-SHARE ACQUISITIONS

This corporation elects not to be subject to the provisions of Section 607.0902, Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3 day of August, 2000.

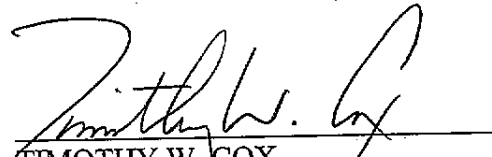

Rosemary Kyle

FILED
00 AUG 16 AM 10:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED INDIVIDUAL HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 3rd DAY OF AUGUST, 2000.


TIMOTHY W. COX


STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, a Notary Public authorized in the State and County set forth above, personally appeared TIMOTHY W. COX, known to me and known by me to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of Rose Kyle Properties, Inc., and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 3rd day of August, 2000.



"OFFICIAL SEAL"
Catherine L. Graves
My Commission Expires 11/7/2000
Commission #CC 599918


Notary Public, State of Florida at Large

My Commission Expires: