

P00000 117290

MEMBER - AMERICAN INSTITUTE  
CERTIFIED PUBLIC ACCOUNTANTS

MEMBER - ALABAMA SOCIETY  
CERTIFIED PUBLIC ACCOUNTANT

**GREGORY S. OSWALT**  
CERTIFIED PUBLIC ACCOUNTANT

1234 Airport Rd. Suite 204  
DESTIN, FL 32541

TELEPHONE 850-837-2640  
FACSIMILIE 850-650-9411

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 DEC 18 AM 11:35

FILED

December 14, 2000

Corporation Division  
Secretary of State  
P.O. Box 6327  
Tallahassee, FL. 32314

800003504448--8  
-12/18/00--01128--013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Mr. / Ms.,

Enclosed are two original articles of Incorporation and a check for \$78.75 . Please certify one and return to the corporate office:

Gregory S. Oswalt  
35008 Emerald Coast Pkwy  
4<sup>th</sup> Floor  
Destin , Florida 32541

Thank you for your assistance in this matter. If you have any question please contact me at (850-837-2640)

Sincerely ,



Gregory S. Oswalt

F. CHESLER

DEC 27 2000

ARTICLES OF INCORPORATION  
FOR  
RATCO INC.

FILED  
00 DEC 18 AM 11:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I.  
CORPORATE NAME

THE NAME OF THIS CORPORATION IS RATCO INC.

ARTICLE II.  
NATURE OF BUSINESS AND POWERS

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS TO ENGAGE IN ANY AND ALL BUSINESS PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE III.  
CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AT ANY TIME IS 1000 SHARES OF COMMON STOCK HAVING A PAR VALUE OF ONE DOLLAR (\$1.00) PER SHARE. ALL STOCK TO BE ISSUED BY THIS CORPORATION SHALL BE ISSUED FOR MONEY OR OTHER PROPERTY (OTHER THAN STOCK AND SECURITIES) OR OTHERWISE AS ALLOWED FROM TIME TO TIME BY SECTION 1244 OF THE INTERNAL REVENUE CODE, AS AMENDED. THIS CORPORATION SHALL BE CONSIDERED A "SMALL BUSINESS CORPORATION" WITHIN SECTION 1244 AND ALL STOCK ISSUED SHALL BE CONSIDERED "SECTION 1244 STOCK".

ARTICLE IV.  
TERM OF EXISTENCE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE COMMENCING UPON FILING OF THESE ARTICLES OF INCORPORATION.

ARTICLE V.  
PRE-EMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRORATA SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT THE ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE VI.  
REGISTERED AGENT AND INITIAL REGISTERED AND PRINCIPAL OFFICE  
THE REGISTERED AGENT AND THE STREET ADDRESS OF THE INITIAL REGISTERED AND PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA SHALL BE:

Greg Oswalt  
35008 Emerald Coast Pkwy.  
4<sup>th</sup> Floor  
DESTIN, FLORIDA 32541

THE BOARD OF DIRECTORS FROM TIME TO TIME MAY MOVE THE REGISTERED OFFICE TO ANY OTHER ADDRESS IN THE STATE OF FLORIDA.

ARTICLE VII.

INCORPORATOR

THE NAME AND STREET ADDRESS OF THE PERSON SIGNING THESE ARTICLES OF INCORPORATOR IS:

GREG OSWALT  
35008 Emerald Coast Pwky.  
4<sup>th</sup> Floor  
DESTIN, FLORIDA 32541

ARTICLE VIII.

AMENDMENT

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

ARTICLE IX.

BOARD OF DIRECTORS

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

ARTICLE X.

INITIAL DIRECTORS

THE NAME OF THE INITIAL DIRECTORS OF THIS CORPORATION AND THEIR STREET ADDRESS ARE:

Gary Ratliff  
35008 Emerald Coast Pkwy. 4<sup>th</sup> Floor  
DESTIN, FLORIDA 32541

THE PERSONS NAMED AS INITIAL DIRECTORS SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OF THIS CORPORATION OR UNTIL HIS SUCCESSOR IS ELECTED OR APPOINTED AND HAS QUALIFIED, WHICHEVER OCCURS FIRST.

IN WITNESS WHEREOF, THE UNDERSIGNED, AS INCORPORATOR AND REGISTERED AGENT, HAS EXECUTED THE FOREGOING ARTICLES OF INCORPORATION ON THE 30th DAY OF November, 2000.

GREG OSWALT



STATE OF FLORIDA

COUNTY OF OKALOOSA

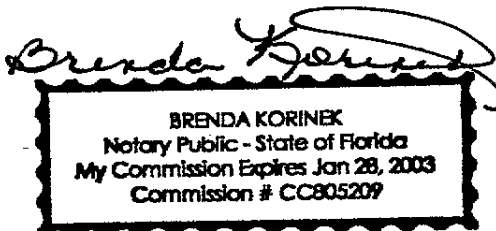
I HEREBY CERTIFY THAT ON THIS 30th DAY OF NOVEMBER, 2000,  
BEFORE ME, AN OFFICER DULY AUTHORIZED IN THE STATE AFORESAID AND  
IN THE COUNTY AFORESAID TO TAKE ACKNOWLEDGMENTS, PERSON APPEARED  
GREG OSWALT, WHO IS PERSONALLY KNOWN TO ME OR WHO HAS PRODUCED  
THE IDENTIFICATION IDENTIFIED BELOW, WHO IS THE PERSON DESCRIBED  
IN AND WHO EXECUTED THE FOREGOING INSTRUMENT, AND WHO AFTER BEING  
DULY SWORN SAYS THAT THE EXECUTION HEREOF IS HIS/HER FREE ACT AND  
DEED FOR THE USES AND PURPOSES HEREIN MENTIONED.

SWORN TO AND SUBSCRIBED BEFORE ME ON THE DAY AND YEAR LAST  
AFORESAID.

✓  
\_\_\_\_\_ TO ME PERSONALLY KNOWN

\_\_\_\_\_ IDENTIFIED BY DRIVER'S LICENSE NUMBER  
ISSUED BY THE STATE OF FLORIDA.

NOTARY PUBLIC  
PRINTED NAME:  
MY COMMISSION EXPIRES:  
COMMISSION NUMBER:



I, GREG OSWALT, AM HEREBY FAMILIAR WITH AND ACCEPT THE DUTIES AND  
RESPONSIBILITIES AS REGISTERED AGENT FOR RATCO INC.

GREG OSWALT  
REGISTERED AGENT

A handwritten signature of Greg Oswald, consisting of stylized cursive letters.

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TALLAHASSEE, FLORIDA

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