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## FLORIDA PROFIT CORPORATION OR P.A.

### RAYFIELD TRADING CORPORATION

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**ARTICLES OF INCORPORATION  
OF  
RAYFIELD TRADING CORPORATION**

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

**ARTICLE I**

**NAME AND PLACE OF BUSINESS**

The name of this corporation is Rayfield Trading Corporation, and the principal place of business will be 400 N. Tampa Street, Suite 2300, Tampa, FL 33602.

**ARTICLE II**

**COMMENCEMENT OF CORPORATE EXISTENCE**

The Corporation's existence shall commence on the date of filing of these Articles of Incorporation.

**ARTICLE III**

**BUSINESS AND POWERS**

A. The general nature of the business or businesses to be transacted by the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

B. The Corporation shall have power to do everything necessary, proper, advisable or convenient for the accomplishment of the purposes hereinbefore set forth, and to do all other things incidental thereto or connected therewith, which are not prohibited by statute or by these Articles of Incorporation.

James W. Goodwin, Esq. #375519  
Macfarlane Ferguson & McMullen  
400 North Tampa Street - Suite 2300  
Tampa, Florida 33602 (813) 273-4200

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**ARTICLE IV****AUTHORIZED SHARES**

The maximum number of shares of stock authorized to be issued by the Corporation is 1000 shares of capital stock, all of which shares shall be common shares of the par value of \$.01 per share and each of which shall have the same rights and privileges. Each of the common shares shall entitle the holder thereof to one vote at any shareholders' meeting and otherwise to participate in all such meetings and in the assets of the Corporation. They shall be issued for such consideration as may be determined from time to time by the Board of Directors, provided that such consideration shall have a value at least equal to the full par value of such shares. The shares may be paid for in lawful money of the United States of America, or in property, labor or service or any other legal form of consideration.

**ARTICLE V****INITIAL REGISTERED OFFICE**

The street address of the initial registered office of the Corporation is 400 North Tampa Street, Suite 2300, Tampa, Florida 33602, and the name of the initial registered agent at that address is JAMES W. GOODWIN.

**ARTICLE VI****INCORPORATOR**

The name and street address of the person signing these Articles is:

James W. Goodwin, #375519  
400 North Tampa Street - Suite 2300  
Tampa, Florida 33602

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 30<sup>th</sup> day of January, 2001.

  
JAMES W. GOODWIN

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been designated as Registered Agent of Rayfield Trading Corporation in its Articles of Incorporation, hereby accepts such designation and agrees to comply with the provisions of F.S. §48.091, relative to keeping the corporation's registered office open.

  
\_\_\_\_\_  
JAMES W. GOODWIN  
Registered Agent

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