

P01000047896

Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : ACE INDUSTRIES, INC.
Account Number : 070744001530
Phone : (305) 358-2571
Fax Number : (305) 358-7832

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DIVISION OF CORPORATIONS
01 MAY 14 PM 1:38

FLORIDA PROFIT CORPORATION OR P.A.
R.S.A. HOLDING COMPANY, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$78.75

H01-65041

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**ARTICLES OF INCORPORATION
OF
R.S.A. HOLDING COMPANY, INC.**

ARTICLE I

Corporate Name

The name of this corporation shall be R.S.A. HOLDING COMPANY, INC. The address of the principal place of business of this corporation is 1215 Diplomat Parkway, Hollywood, Florida, 33019.

ARTICLE II

Nature of Corporate Business

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

Capital Stock

This corporation is authorized to issue a maximum of one thousand (1,000) shares of stock. The shares of stock authorized shall be common stock, having a par value of \$1.00.

ARTICLE IV

Term of Existence

This corporation is to exist perpetually.

ARTICLE V

Initial Registered Agent and Initial Registered Office

This corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

**ANTHONY R. ANDREONI
1215 Diplomat Parkway
Hollywood, FL 33019**

21-65621

101-65621

ARTICLE VI

Directors

The number of Directors may be altered from time to time by By-Laws adopted by the stockholders. However, this corporation shall have no less than one (1) director at any time. The names and post office addresses of the initial Directors of this corporation are:

ANTHONY R. ANDREONI

1215 Diplomat Parkway
Hollywood, FL 33019

SHEILA ANDREONI

1215 Diplomat Parkway
Hollywood, FL 33019

The members of the first Board of Directors shall hold office until the first annual meeting of the stockholders of the corporation.

ARTICLE VII

Incorporators

The names and post office addresses of the subscribers to these Articles of Incorporation are:

ANTHONY R. ANDREONI

1215 Diplomat Parkway
Hollywood, FL 33019

SHEILA ANDREONI

1215 Diplomat Parkway
Hollywood, FL 33019

ARTICLE VIII

Amendments

These Articles of Incorporation may be amended in the manner provided by law.

The undersigned incorporators, for the purpose of forming a corporation to do business within or without the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct.


ANTHONY R. ANDREONI


SHEILA ANDREONI

FILE 65621

The foregoing Articles of Incorporation were acknowledged before me at Miami, Florida, this 8th day of January, 2001, by ANTHONY R. ANDREONI and SHEILA ANDREONI, who are personally known to the undersigned, or who produced _____ for identification.

My Commission Expires:



Pantelis Klonaris
NOTARY PUBLIC, State of Florida

FILED
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DIVISION OF CORPORATIONS
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**CERTIFICATE DESIGNATING RESIDENT AGENT
FOR SERVICE OF PROCESS**

Pursuant to Chapter 607.034, Florida Statutes, the undersigned hereby designates ANTHONY R. ANDREONI, 1215 Diplomat Parkway, Hollywood, Florida, 33019, as its Resident Agent to accept service of process within this State.

R.S.A. HOLDING COMPANY, INC.

By: Sheila Andreoni
SHEILA ANDREONI, Vice-Pres.

The undersigned hereby accepts the foregoing designation as Resident Agent for service of process within the State of Florida and agrees to comply with the provisions of law applicable to said designation.

Anthony R. Andreoni
ANTHONY R. ANDREONI

01-65621

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11-65621

1101-63801

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SHEILA ANDREONI

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Hollywood, FL 33019

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ANTHONY R. ANDREONI


SHEILA ANDREONI

01-65621

FILE 65621

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My Commission Expires:


NOTARY PUBLIC, State of Florida



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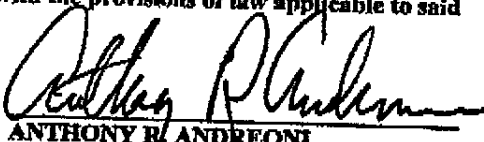
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R.S.A. HOLDING COMPANY, INC.

By: 
SHEILA ANDREONI, Vice-Pres.

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ANTHONY R. ANDREONI

65621