

CSC

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ACCOUNT NO. : 072100000032

REFERENCE : 599785 7145323

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 29, 2002

ORDER TIME : 11:26 AM

ORDER NO. : 599785-005

CUSTOMER NO: 7145323

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-05/29/02--01046--016
*****70.00 *****70.00

CUSTOMER: Ms. Anita Geraci
Gray, Harris, Robinson,
Hovis, Boyette & Crawford
Bankfirst Building, 2nd Floor
1380 Grand Highway
Clermont, FL 34711

DOMESTIC FILING

NAME: RANTES, INC.

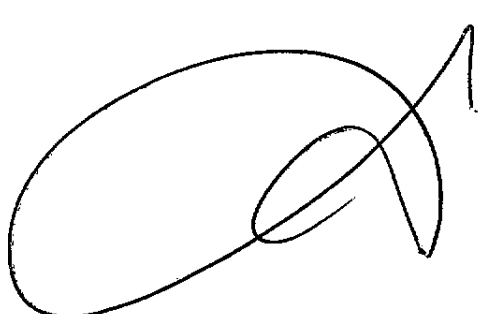
EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Angie Glisar - EXT. 1124
EXAMINER'S INITIALS:

 5/29

RECEIVED
02 MAY 29 PM 12:13
DIVISION OF CORPORATION

FILED
02 MAY 29 PM 12:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA



GRAY, HARRIS & ROBINSON, P.A.

BANKFIRST BLDG., SECOND FLOOR
1380 GRAND HIGHWAY (34711)
P.O. BOX 120848
CLERMONT, FLORIDA 34712-0848
TEL 352-394-2103
FAX 352-394-2105
WEB grayharris.com

May 28, 2002

E-MAIL ADDRESS

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

RE: RANTES, INC.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-captioned corporation, together with a check in the amount of \$70.00 representing the filing fee and registered agent fee.

If you have any questions regarding this matter, please contact our office.

Very truly yours,

GRAY, HARRIS, ROBINSON,
HOVIS, BOYETTE, & CRAWFORD, P.A.

A handwritten signature in black ink, appearing to read "Wade Boyette".

Wade Boyette

KWB/arg
Enclosures

FILED
02 MAY 29 PM 12:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

Of

RANTES, INC.

The undersigned natural persons of legal age, acting as incorporators under the provisions of Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name and street address of this corporation shall be: RANTES, INC., 1045 EAST HIGHWAY 50, CLERMONT, FL 34711. The mailing address of this corporation shall be 1045 EAST HIGHWAY 50, CLERMONT, FL 34711.

ARTICLE II

Purposes

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

ARTICLE III

Stock

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 1,000 shares of common stock each with a par value of \$1.00.

ARTICLE IV

Subscribers, Incorporators & Directors

The names and addresses of the Subscriber and Incorporator is:

NAME

ADDRESS

FRANK RANFONE

11244 FOUNTAIN LAKE BLVD
LEESBURG, FL 34788

The name and address of the Directors are:

NAME

ADDRESS

FRANK RANFONE

11244 FOUNTAIN LAKE BLVD
LEESBURG, FL 34788

SAM RANFONE

11131 LAKE DR.
LEESBURG, FL 34788

LORETTA TESTA

9809 FAIRWAY CIRCLE
LEESBURG, FL 34788

ARTICLE V
Informal Shareholder Action

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

ARTICLE VI
Fundamental Changes

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- (a) Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- (b) Reorganization, merger or consolidation of the corporation;
- (c) Sale, lease or exchange of the major portion of the property or assets of the corporation; or
- (d) Dissolution of the corporation.

ARTICLE VII
Term of Existence

This corporation shall exist perpetually.

ARTICLE VIII
Directors

A. The business of the corporation shall be managed initially by three (3) directors. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one (1) director.

B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote. Directors who are not stockholders may be removed for cause by a majority vote of all classes of stock entitled to vote. Any director who is also a stockholder may be removed for cause by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote exclusive of his own shares of stock.

C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill his own vacancy by voting for himself without prior approval secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of his own shares of stock.

D. Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

ARTICLE IX

Effective Date

The date that corporate existence shall begin shall be the date of filing of these Articles of Incorporation with the state of Florida.

ARTICLE X

Registered Office and Registered Agent

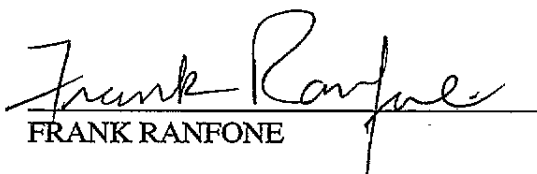
The address of the initial registered office of this corporation is 1045 EAST HIGHWAY 50, CLERMONT, FL. 34711 The name and address of the Registered Agent of this corporation is FRANK RANFONE, 1045 EAST HIGHWAY 50, CLERMONT, FL 34711.

ARTICLE XI

Bylaws

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the Bylaws.

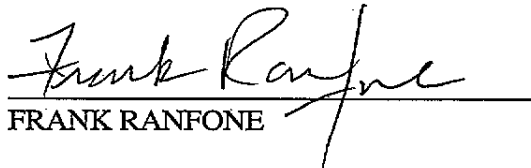
IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this 10 day of May, 2002.


FRANK RANFONE

ACCEPTANCE

I hereby accept appointment as Registered Agent of RANTES, INC.

Dated: May 10, 2002.


FRANK RANFONE

ASSIGNMENT OF RIGHTS TO SUBSCRIBE TO CAPITAL STOCK

FOR VALUE RECEIVED, I hereby assign, set over and transfer my rights to subscribe to shares of the authorized capital stock of RANTES, INC., by virtue of being the incorporator of said corporation and subscriber to its Articles of Incorporation, to the following person(s):

FRANK RANFONE	400 shares
SAM RANFONE	400 shares
LORETTA TESTA	100 shares
ALBERT TESTA	100 shares

DATED: May 10, 2002.


FRANK RANFONE

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TALLAHASSEE FLORIDA