

Doak S. Campbell, III  
ATTORNEY AT LAW  
70 SE FOURTH AVENUE  
DELRAY BEACH, FLORIDA 33483

TELEPHONE  
NUMBER  
561/278-1890  
5803

FAX

561/276-

P02000090616

August 16, 2002

Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

2002 AUG 19 AM 9:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

Re: Raiss Holding Company

Gentlemen:

200007197632--6  
-08/19/02--01046--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclose please find Articles of Incorporation, original and one copy, together with a check in the amount of \$78.75, for each corporation.

Thank you for your attention to this matter.

Sincerely yours,

  
Danice K. White

08-21-02

STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
OF  
RAISS HOLDING COMPANY

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I: Name.** The name of the corporation is **RAISS HOLDING COMPANY**

**Article II: Duration.** This corporation shall have perpetual existence.

**Article III: Purpose.** This corporation is organized for the purpose of conducting any and all lawful business.

**Article IV: Capital Stock.** This corporation is authorized to issue One Hundred (100) shares of stock at One Dollar (\$1.00) par value common stock.

**Article V: Initial Registered Office and Agent.** The street address of the initial registered office of this Corporation is 955 Egret Circle, Unit #510, Delray Beach, Florida 33444 and the name of the initial registered agent of this corporation at the address is Renso Raiss.

**Article VI: Principal Office and Mailing Address.** The principal office and mailing address of the corporation is 955 Egret Circle, Unit #510, Delray Beach, Florida 33444.

**Article VII: Initial Board of Directors.** This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than two (2).

The name and address of the initial directors of this corporation are:

Name	Address
Renzo Raiss      President	955 Egret Circle, Unit #510 Delray Beach, Florida 33444
Renate Raiss      Vice-President/Secretary	955 Egret Circle, Unit #510 Delray Beach, Florida 33444

**Article VIII: Incorporator.** The name and address of the person signing these Articles is:

Renzo Raiss	955 Egret Circle, Unit #510 Delray Beach, Florida 33444
Renate Raiss	955 Egret Circle, Unit #510 Delray Beach, Florida 33444

**Article IX: Powers.** This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**Article X: Meetings by Conference Telephone.** Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

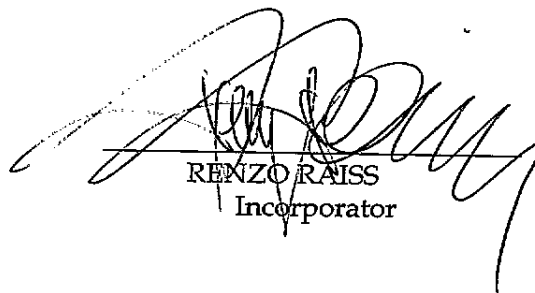
**Article XI: Action by Directors without a Meeting.** The directors of this corporation may take action by written consent, as provided by law.

**Article XII: Indemnification.** This corporation shall, to the fullest extent permitted by the provisions of the Florida General Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaws, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs and personal representatives of such person.

**Article XIII: Amendment.** This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

**Article XIV: Bylaws.** The bylaws may be adopted, altered, amended or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

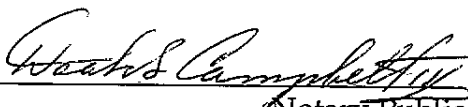
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7th day of July, 2002.

  
\_\_\_\_\_  
RENZO RAISS  
Incorporator

STATE OF FLORIDA  
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared RENZO RAISS known to me and known by me to be the person who executed the foregoing Articles of Incorporation, 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 7<sup>th</sup> day of July, 2002

  
\_\_\_\_\_  
Notary Public  
My Commission Expires:



Deak S. Campbell, III.  
MY COMMISSION # DD035906 EXPIRES  
June 21, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED

FIRST THAT RAIS HOLDING COMPANY DESIRING TO ORGANIZE UNDER  
THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF  
BUSINESS IN THE CITY OF DELRAY BEACH, STATE OF FLORIDA, NAMED  
RENZO RAISS OF RAISS HOLDING COMPANY ITS AGENT TO ACCEPT SERVICE  
OF PROCESS WITHIN FLORIDA.

  
\_\_\_\_\_  
RENZO RAISS  
Incorporator

DATE

7/29/02

SEALED BY STATE  
TALLAHASSEE, FLORIDA

2002 AUG 19 AM 9:53

FILED

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO  
COMPLY WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER  
AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

  
\_\_\_\_\_  
RENZO RAISS

DATE

7/29/02