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February 27, 2003

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Attention:

Filing Desk

Re: Rochelle Myers, Inc.

Articles of Incorporation

Enclosed for filing are the Articles of Incorporation for Rochelle Myers, Inc. and a check in the amount of \$78.75 to cover the filing fee for the Articles of Incorporation and a certified copy of the Articles of Incorporation which is hereby requested.

Please send the certified copy of the Articles of Incorporation to Jacquelyn R. Myers at 6806 N. 47th Street, Tampa, Florida 33610.

Sincerely,

acquery in ix



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

March 21, 2003

JACQUELYN R. MYERS 6806 N. 47TH STREET TAMPA, FL 33610

SUBJECT: ROCHELLE MYERS, INC.

Ref. Number: W03000008256

We have received your document for ROCHELLE MYERS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

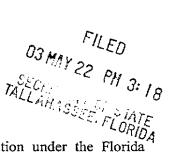
If you have any questions concerning the filing of your document, please call (850) 245-6972.

Letter Number: 603A00017510

Doris Brown Document Specialist New Filings Section

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF INCORPORATION OF ROCHELLE MYERS, INC.



The undersigned, acting as incorporator, hereby forms a corporation under the Florida Business Corporation Act and adopts the following Articles of Incorporation for the Corporation:

ARTICLE I Name

The name of the corporation (hereinafter referred to as the "Corporation") is:

Rochelle Myers, Inc.

ARTICLE II Initial Principal Office and Mailing Address

The initial principal office and mailing address of the Corporation is: 6806 N. 47th Street, Tampa, Florida 33610.

ARTICLE III Effective Date

The Corporation shall commence existence on the date these Articles of Incorporation are filed by the Florida Department of State, and the Corporation shall exist perpetually thereafter.

ARTICLE IV Capital Stock

The total number of shares of capital stock which the Corporation shall have authority to issue is Ten Thousand (10,000) common shares, having a par value of \$0.01 per share.

ARTICLE V Initial Registered Agent and Office

The street address of the initial registered office of the Corporation is 6806 N. 47th Street, Tampa, Florida 33610, and the name of its initial registered agent at that address is Jacquelyn R. Myers.

ARTICLE VI Incorporator

The name and mailing address of the sole incorporator is as follows:

Name

<u>Address</u>

Jacquelyn R. Myers

6806 N. 47th Street Tampa, Florida 33610

ARTICLE VII Purpose

The purpose for which this Corporation is organized is to engage in any lawful act, activity, or business permitted under the laws of the United States or the State of Florida.

ARTICLE VIII Initial Directors

Upon the filing of these Articles of Incorporation, the powers of the sole incorporator shall terminate. The Corporation shall have one (1) director initially, who shall serve as a director of the Corporation until the first annual meeting of shareholders and her successor is elected and qualified, or until her earlier resignation, removal from office, or death. The number of directors of the Corporation thereafter shall be such number as from time to time fixed by, or in the manner prescribed by, the bylaws of the Corporation. The name and mailing address of the person who shall serve as the initial director of the Corporation is:

Name

Address

Jacquelyn R. Myers

6806 N. 47th Street Tampa, Florida 33610

ARTICLE IX Indemnification

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or threatened to be made, a party to any action, suit, or proceeding (whether civil, criminal, administrative, or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served as an director or officer of any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article IX is a part to authorize corporate action further eliminating or

limiting the personal liability of directors or officers, then the liability of directors and officers of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraphs of this Article IX by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

ARTICLE X Amendment

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereinafter prescribed by the laws of the State of Florida. All rights, powers, privileges, and discretionary authority granted or conferred herein upon shareholders or directors are granted or conferred subject to this reservation.

Dated this 30th day of January, 2003.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation: (i) I agree to act in this capacity; (ii) I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties; and (iii) I accept the duties and obligations of acting as registered agent pursuant to Section 607.0505 of the Florida Business Corporation Act.

Dated this 30th day of January, 2003.

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