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Florida Department of State  
Division of Corporations  
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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

**FLORIDA PROFIT CORPORATION OR P.A.**

**rebuilders plus, inc.**

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**

**OF**

**REBUILDERS PLUS, INC.**

I, the undersigned, being of legal age, do hereby associate myself for the purpose of becoming a corporation under the laws of the State of Florida, under Section 607 of the Florida Statutes authorizing the formation of corporations.

**ARTICLE I - NAME:**

The name of the corporation shall be:

REBUILDERS PLUS, INC.

**ARTICLE II - DURATION:**

The corporation shall have perpetual existence beginning with the date of acceptance of the corporation by the Secretary of State of the State of Florida.

**ARTICLE III - PURPOSE:**

The corporation is organized for the purpose of transacting any or all lawful business within or without the State of Florida, and to have all powers conferred upon the corporation by the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK:**

The corporation is authorized to issue (1,000) shares of common stock with a par value of One (\$1.00) Dollar per share.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT:**

The street address of the initial principal office of the corporation is: 3705 Interstate Park

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Way, Riviera Beach, Florida 33405. The name and address of the initial Registered Agent of the corporation is: Belkin & Associates, P.A., 1489 W. Palmetto Park Road, Ste. 497, Boca Raton, Florida 33486.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS:**

The corporation shall have one (2) director initially. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation is Mark A. Belkin, 3705 Interstate Park Way, Riviera Beach, Florida 33405 and Michael J. Conforti, 3705 Interstate Park Way, Riviera Beach, Florida 33405.

**ARTICLE VII - INCORPORATOR:**

The name and address of the person signing these Articles is: Marni B. Belkin, Esq., Belkin & Associates, P.A., 1489 W. Palmetto Park Road, Suite 497, Boca Raton, Florida 33486.

**ARTICLE VIII - BY-LAWS:**

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and Stockholders.

**ARTICLE IX - STOCKHOLDERS MEETING REQUIRED:**

Any action of the stockholders of the corporation must be taken at a meeting of the stockholders of the corporation duly called as provided by law.


**ARTICLE X - INDEMNIFICATION:**

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

**ARTICLE XI - AMENDMENT:**

The 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 stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 5 day of January, 2004.



MARNI B. BELKIN, ESQ.

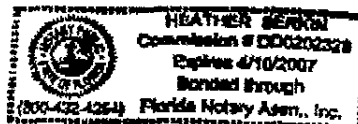
STATE OF FLORIDA       )  
                                  ) ss.  
COUNTY OF PALM BEACH)

BEFORE ME, a notary public authorized to take acknowledgment in the State and County aforesaid, personally appeared Marni B. Belkin, Esq., to me known and known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed the same.



NOTARY PUBLIC, State of Florida  
at Large.

My Commission Expires: 4/10/04



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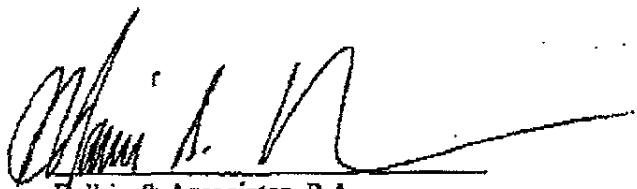
**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

**FIRST:** That **REBUILDERS PLUS, INC.**, is desirous of incorporating under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in City of Riviera Beach, County of Palm Beach, State of Florida, has named **Belkin & Associates, P.A.**, located at 1489 W. Palmetto Park Road, Suite 497, Boca Raton, Florida 33486, in the County of Palm Beach and the State of Florida as its Agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above state corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative of keeping open said office.

  
Belkin & Associates, P.A.  
Resident Agent

Dated: January 5, 2004.

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