

Phones

47-3877 or 47-962

P95000004621

VICTOR REINER ASSOCIATES, INC.

1944 N.E. 163RD STREET
NO. MIAMI BEACH, FLA. 33162

ACCOUNTING
BOOKKEEPING
TAX PREPARATION
TAX RETURNS

PERSONALIZED ATTENTION

VICTOR REINER

MEMBER FLORIDA ASSOCIATION OF INDEPENDENT ACCOUNTANTS

January 10, 1995

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

800001382028
-01/18/95--01005--007
*****70.00 *****70.00

Re: Rough Skech, Inc.

Dear Sir:

I enclose herewith a check in the sum of \$70.00
together with original and copy of the Articles of Incorporation
for the above referenced corporation.

please be good enough to return stamped copy.

Thank you for your cooperation.

Very truly yours,

VICTOR REINER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 17 AM 10:45

KAN 1-19

95 JAN 17 AM 10:45

ARTICLES OF INCORPORATION
of
ROUGH SKECH, INC.

We, the undersigned, hereby associate together for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of corporations.

ARTICLE I

The name of the Corporation shall be:

ROUGH SKECH, INC.

Its business shall be carried out at Miami, Dade County, Florida, or at such other points or places in the State of Florida, the United States, or foreign countries as may, from time to time, be authorized by the Board of Directors.

ARTICLE II

The general nature of the business or businesses to be transacted by the Corporation is as follows: The transaction of any or all lawful business for which corporations may be incorporated under Florida Statutes, Section 607 et seq.

ARTICLE III

The maximum number of shares of stock this Corporation is authorized to have outstanding at any time shall be FIVE HUNDRED (500) Shares at \$1.00 par value.

ARTICLE IV

This Corporation shall exist perpetually.

ARTICLE V

The principal place of business of this Corporation

shall be located at: 1566 Northeast 110th Street, Miami, FL 33161 and may have such other places of business, both within and without the State of Florida and in foreign countries, as may be necessary and convenient.

ARTICLE VI

The business of this Corporation shall be conducted by a Board of Directors which shall consist of one Director.

ARTICLE VII

The name and post office address of the first Board of Directors of this Corporation, who shall hold office until the organizational meeting of this Corporation and until their successors are elected and have qualified, are:

CECILIA WEAVER - 1566 Northeast 110th Street, Miami, FL 33161
JOHN SCELZO - 1566 Northeast 110th Street, Miami, FL 33161
DAVID WEAVER - 1566 Northeast 110th Street, Miami, FL 33161

ARTICLE VIII

The name and address of each incorporator of this Corporation is as follows:

CECILIA WEAVER - 1566 Northeast 110th Street, Miami, FL 33161

ARTICLE IX

The offices to be held by the above named directors are as follows:

CECILIA WEAVER - President
JOHN SCELZO - Vice President/Secretary
DAVID WEAVER - Treasurer

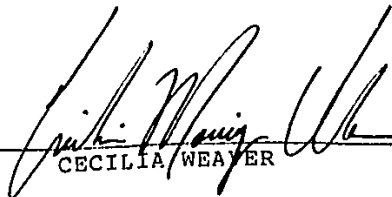
ARTICLE X

The name and address of the initial registered agent is:
CECILIA WEAVER - 1566 Northeast 110th Street, Miami, FL 33161

ARTICLE XI

The provisions of this Charter, and each and every Article and Section hereof, and the Bylaws of this Corporation shall be considered a part of every contract and transaction to which this Corporation shall be a party. Every person, association and/or corporation dealing with this Corporation is hereby charged with notice and knowledge of this Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11th day of January, 1995.

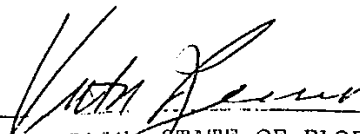


CECILIA WEAVER

STATE OF FLORIDA)
 SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared CECILIA WEAVER to me well known to be the person described in and who executed and subscribed the foregoing Articles of Incorporation and She acknowledged, before me, that She executed the same and subscribed to the same for the purposes therein expressed.

WITNESS my hand and official seal at North Miami Beach, Florida, this 11th day of January, 1995.



NOTARY PUBLIC, STATE OF FLORIDA

My Commission expires:

VICTOR REINER

OFFICIAL NOTARY SEAL
VICTOR REINER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC21659
MY COMMISSION EXP. DATE 1996

In pursuance of Chapter 46.091, Florida Statutes,
the following is submitted, in compliance with said Act:

ACKNOWLEDGEMENT:

By

CECILIA WEAVER
Resident Agent