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CLYDE H. WILSON (1908-1994)  
ROBERT M. JOHNSON  
CLYDE H. WILSON, JR.  
JAMES M. JAFFER  
JAMES M. JOHNSON  
REGISTERED PROFESSIONAL ATTORNEYS

TELEPHONE (813) 955-5000  
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February 6, 1995

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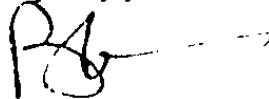
Florida Department of State  
Division of Corporations  
P O Box 6327  
Tallahassee, Florida 32314

To Whom It May Concern:

We are enclosing Articles of Incorporation of REMO of Sarasota, Inc. and a check for \$122.50 for filing.

Please transmit the certificate of incorporation and certified copy of the articles to the undersigned at the above address.

Very truly yours,



Robert M. Johnson

FILED  
FEB 9 1995  
FEB 9 1995  
FEB 9 1995

**ARTICLES OF INCORPORATION**

**OF**

**REMO of Sarasota, Inc.**

**FILED**

**95 FEB -9 PH 4:46**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

I, the undersigned, hereby execute this document for the purpose of becoming a corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is REMO of Sarasota, Inc.

**ARTICLE II - PRINCIPAL OFFICE**

The street address of the principal office of the corporation is 27 South Orange Avenue, Sarasota, Florida 34236.

**ARTICLE III - DURATION**

This corporation shall have perpetual existence.

**ARTICLE VI - PURPOSES**

The purposes for which the corporation is organized are:

A. To do any and all things or to engage in any activities in which corporations doing business in the State of Florida are authorized to engage by the general corporation laws.

**ARTICLE V - CAPITAL STOCK**

The aggregate number of shares which the corporation has the authority to issue is 7,000, all of which shall be common shares with par value of \$1.00 per share.

**ARTICLE VI - PREEMPTIVE RIGHTS GRANTED**

Each share holder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

#### ARTICLE VII - REGISTERED OFFICE

The street address of the initial registered office of the corporation is 27 South Orange Avenue, Sarasota, Florida 34236, and the name of the initial registered agent at such address is ERICH HUPP.

#### ARTICLE VIII - DIRECTORS

The first Board of Directors of the corporation shall consist of:

ERICH HUPP  
27 South Orange Avenue  
Sarasota, Florida 34236

#### ARTICLE IX - INCORPORATORS

The name and address of the incorporator is:

ERICH HUPP  
27 South Orange Avenue  
Sarasota, Florida 34236

#### ARTICLE X - OFFICERS

Section 1: The officers of the corporation shall be a President, a Secretary, a Treasurer, and such other officers as may be provided in the By-Laws. The duties of each officer shall be set forth in the By-Laws.

Section 2: The names of the person who is to serve as officer of the corporation for the ensuing year, or until the first annual meeting of the corporation, are:

##### OFFICE

President,  
Secretary &  
Treasurer

##### NAME AND ADDRESS

Erich Hupp  
27 South Orange Avenue  
Sarasota, Florida 34236

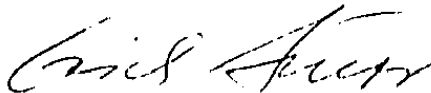
#### ARTICLE XI - MAJORITY CONSENT VOTING

Any action required or permitted by the Florida Corporation Act at an annual or special meeting of Stockholders may be taken without a meeting, without prior written notice and without a vote if consented to in writing by the holders of outstanding shares having at least the minimum number of votes necessary to authorize or ratify such action if taken at a meeting at which all shares entitled to vote were present and voted. Prompt written notice of the taking of said action shall be given to the nonconsenting Stockholders by (among other methods) mailing said notice to said Stockholders by first class mail, postage prepaid, to their address of record.

#### ARTICLE XII - COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on the first day wherein it is qualified to transact business in the State of Florida.

IN WITNESS WHEREOF, I have subscribed my name this \_\_\_\_\_ day of February, 1995.



ERICH HUPP

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

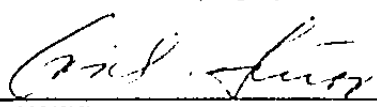
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In pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted in compliance with said Act:

That REMO of Sarasota, Inc., desiring to organize under the laws of the State  
of Florida with its principal office as indicated in the Articles of Incorporation at Sarasota,  
Florida, has named ERICH HUPP, of 27 South Orange Avenue, Sarasota, Florida 34236, as  
its agent to accept process within this State.

ACKNOWLEDGMENT

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

  
\_\_\_\_\_  
ERICH HUPP  
Resident Agent

FILED  
05 FEB -9 PM 4:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA