

P9500021769

THOMAS M. DACHELET, P.A.
ATTORNEY AT LAW

888 SOUTHEAST THIRD AVENUE
SUITE 400
PORT LAUDERDALE, FLORIDA 33410

TELEPHONE
(800) 704-2700
FAX
(800) 704-2800

PLEASE REPLY TO:
POST OFFICE BOX 2400
PT. LAUDERDALE, FLORIDA 33403-2400

January 9, 1995

8100001 808288
01/18/95--01100--006
****131.25 ****131.25

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: R.C.W. Enterprises, Inc.

Gentlemen:

Attached are duplicate Articles of Incorporation for the above-referenced corporation, together with my firm's check in the amount of \$131.25 representing the following fees:

- 1. \$35.00 - Corporation Filing Fee
- 2. 52.50 - Certified Copy
- 3. 35.00 - Registered Agent Designation
- 4. 8.75 - Certificate of Status

Please return the certified copy of the Articles of Incorporation and the Certificate of Status to the undersigned at the address shown above.

If additional information regarding the incorporation of R.C.W. Enterprises, Inc. is needed, please do not hesitate to contact me.

Sincerely,


THOMAS M. DACHELET

TMD:me

Attachments

950,503,1671
1/95 - 1415

FILED
95 MAR 17 AM 10:28
FEDERAL BUREAU OF INVESTIGATION
PORT LAUDERDALE, FLORIDA

Q 5000 MAR 17 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 20, 1995

THOMAS M. DACHELET, P.A.
POST OFFICE BOX 2486
FT. LAUDERDALE, FL 33303-2486

SUBJECT: R,C,W, ENTERPRISES, INC.
Ref. Number: W95000001415

We have received your document for R,C,W, ENTERPRISES, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6972.

Doris Brown
Document Specialist

Letter Number: 695A00002449

THOMAS M. DACHELET, P.A.
ATTORNEY AT LAW

888 SOUTHEAST THIRD AVENUE
SUITE 400
PORT LAUDERDALE, FLORIDA 33410

TELEPHONE
(800) 704-2700
FAX
(800) 704-2800

PLEASE REPLY TO:
POST OFFICE BOX 2486
PT. LAUDERDALE, FLORIDA 33402-2486

March 9, 1995

FEDEX: 3959898633

Ms. Doris Brown
Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: WILCOX ENGINES, INC.

Dear Ms. Brown:

Attached are duplicate Articles of Incorporation for the above-referenced corporation. Wilcox Engines, Inc. replaces R.C.W. Enterprises, Inc. that was forwarded to you in January for which you are still holding my firm check in the amount of \$131.25 representing the following fees:

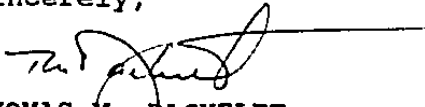
1. \$35.00 - Corporation Filing Fee
2. 52.50 - Certified Copy
3. 35.00 - Registered Agent Designation
4. 8.75 - Certificate of Status

Please return the certified copy of the Articles of Incorporation and the Certificate of Status to the undersigned.

I would appreciate your expediting this matter since so much time has already elapsed since the original Articles were mailed. A Federal Express envelope has been prepared for your use.

If additional information regarding the incorporation of WILCOX ENGINES, INC. is needed, please do not hesitate to contact me.

Sincerely,


THOMAS M. DACHELET

TMD:me
Attachments

ARTICLES OF INCORPORATION
OF
WILCOX ENGINES, INC.

FILED
95 MAR 17 AM 10:29
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is WILCOX ENGINES, INC.

ARTICLE II - Name

This corporation shall exist in perpetuity.

ARTICLE III - Duration

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV - Capital Stock

This corporation is authorized to issue seven thousand five hundred (7,500) shares of One (\$1.00) Dollar par value common stock, which shall be designated "common shares".

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 6257 Winding Lake Drive, Jupiter, Florida 33458, and the name of the initial registered agent of this corporation at that address is ROBERT C. WILCOX.

ARTICLE V - Principal Office Address

The principal place of business of this corporation shall be located at 6257 Winding Lake Drive, Jupiter, Florida 33458, or at such places within or without the State of Florida as the Board of Directors shall by appropriate action hereafter from time to time determine.

ARTICLE VI - Directors

The business of this corporation shall be conducted and managed by a Board of Directors and such Board of Directors shall consist of not less than one (1).

A majority of the first Board of Directors named below shall have the power to approve and adopt the By-Laws of this corporation until their successors are elected or appointed.

The qualifications, time and place of election and term of office of each Director shall be provided for in the By-Laws of the corporation.

ARTICLE VII - Board of Directors

The name and street address of the member of the first Board of Directors, who unless otherwise provided by the By-Laws of this corporation shall hold office and manage the corporation for the first year of existence of the corporation or until his successors are elected or appointed or have qualified, is as follows:

NAME

ADDRESS

ROBERT C. WILCOX

6257 Winding Lake Drive
Jupiter, Florida 33458

ARTICLE VIII - Incorporator

The name and post office address of the incorporator of this corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT C. WILCOX	6257 Winding Lake Drive Jupiter, Florida 33458

ARTICLE X - First Officer

The name and address of the first officers of this corporation, who shall hold office for the first year of existence of the corporation or until his successors are elected and qualified is as follows:

<u>NAME</u>	<u>Address</u>
ROBERT C. WILCOX	6257 Winding Lake Drive Jupiter, Florida 33458

ARTICLE XI - Notice

The provisions of this Charter and Amendments thereof and each and every article and section hereof, and the provisions of the By-Laws and Amendments thereof, shall be considered a part of every contract and transaction to which this corporation shall be a party. Every person, association or corporation dealing with this corporation is hereby charged with notice and knowledge of the powers and limitations upon the powers of this corporation.

ARTICLE XII - Indemnification

This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XIII - Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV - By-Laws

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

WITNESS my hand seal, this 13 day of MARCH, 1995.

Robert C. Wilcox
ROBERT C. WILCOX

STATE OF FLORIDA
COUNTY OF _____

The foregoing instrument was acknowledged before me this 13 day of MARCH, 1995 by ROBERT C. WILCOX, who is personally known to me or who has produced DL# W422-763-57425-0 as identification and who did (did not) take an oath.

Maureen Stevens
NOTARY PUBLIC

(SEAL)

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. MAR. 21, 1995
BOUNDED THROUGH GENERAL INS. UND.

NO.: _____

REGISTERED AGENT CERTIFICATE

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That WILCOX ENGINES, INC., a corporation organized under the laws of the State of Florida with its principal office, as indicated in the foregoing Articles of Incorporation, in the City of JUPITER, County of PALM BEACH and State of Florida, has named ROBERT C. WILCOX, 6257 Winding Lake Drive, Jupiter, Florida 33458 as its Agent to accept service of process within this State.

Robert C. Wilcox
ROBERT C. WILCOX, Incorporator

Dated: 3/13, 1995

ACKNOWLEDGEMENT

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 such capacity and comply with the provisions of the Act set forth above.

Robert C. Wilcox
ROBERT C. WILCOX
Registered Agent

Dated: 3/13, 1995

FILED
95 MAR 17 AM 10:29
STATE OF FLORIDA
PALM BEACH COUNTY