

P95000035580

LEONIE SALKEY
9955 MIRAMAR PARKWAY
MIRAMAR, FL 33025

(305) 432-9762

April 28, 1995

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

1111000114 201.001
05/02/95 11:04:00
*****70.00 *****70.00

Re: Incorporation of Raysab Corporation

Dear Secretary of State:

Please find enclosed the original and one copy of the Articles of Incorporation to be filed with your office along with a money order in the amount of \$70.00 representing the filing fee regarding:

RAYSAB CORPORATION

Please return a stamped copy of the Articles of Incorporation to the undersigned in the enclosed pre-paid federal express packet.

Thank you for your assistance in this matter.

Very truly yours,

Leonie Salkey/lmd
Leonie Salkey

LS/lmd

Eff Date: 4/28/95

HC 5/8

SECRET
DIVISION OF CORPORATIONS
STATE
APR 29 1995
11:04:00

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
FLORIDA
97 MAY -1 AM 8:36

OF

RAYSAB CORPORATION

EE. Date: 4/28/95

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the corporation is RAYSAB CORPORATION whose principal place of business is 9955 Miramar Parkway, Miramar, Florida 33025.

ARTICLE II

DURATION

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSE

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

AUTHORIZED SHARES

The corporation shall have the authority to issue one thousand (1,000) shares, all of one class of Capital Stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The address of its initial registered office is 9955 Miramar Parkway, Miramar, Florida 33025 and the name of its initial registered agent at said address is Leonie Salkey.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The number of directors constituting its initial Board of Directors is two (2). The number of directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation, but shall never be fewer than one (1). The names and addresses of the initial Directors of the Corporation are:

Leonie Salkey
9955 Miramar Parkway
Miramar, FL 33025

Claudette Morgan
9955 Miramar Parkway
Miramar, FL 33025

ARTICLE VII

INCORPORATOR

The name and address of the incorporator is:

Leonie Salkey
9955 Miramar Parkway
Miramar, FL 33025

ARTICLE VIII

AMENDMENTS

The shareholders shall have the power to adopt, amend, alter, change, or repeal the Articles of Incorporation when proposed and approved at a stockholder's meeting, with not less than a two-thirds vote of the common stock.

ARTICLE IX

BY-LAWS

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

ARTICLE X

PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive right to purchase, at prices, terms, and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money (money or any property or services) from time to time, in addition to that stock authorized by

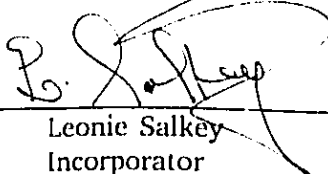
the corporation. The preemptive right of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

ARTICLE XI

DATE OF COMMENCEMENT

Pursuant to Florida Statute Section 607.0203(1), the effective date of the commencement of corporate existence is the 28th day of April, 1995, which is the date of subscription and acknowledgment of the Articles of Incorporation. Said Articles of Incorporation are to be filed within five days after such date.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of these Articles of Incorporation at Fort Lauderdale, Broward County, Florida, on the 28th day of April, 1995.



Leonie Salkey
Incorporator

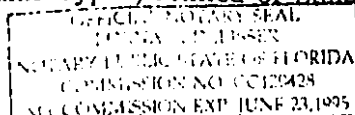
STATE OF FLORIDA)
)ss:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority personally appeared Leonie Salkey, personally known to me and who is to me well known to be the person described in and who subscribed to the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Fort Lauderdale, Florida, in said County and State this 28th day of April, 1995.

Lorna M. DeLisser
Notary Public, State of Florida

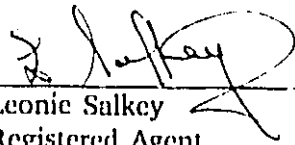
Name Typed, Printed or Stamped



My Commission Expires:

ACKNOWLEDGEMENT OF REGISTERED AGENT

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -1 AM 8:36

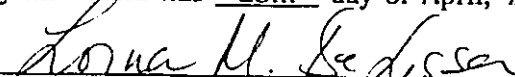


Leonie Salkey
Registered Agent

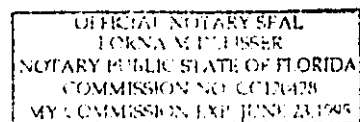
STATE OF FLORIDA)
)ss:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority personally appeared Leonie Salkey, personally known to me and who is to me well known to be the person described in and who is named as the Registered Agent in the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that she has authorized said corporation to name her as its initial Registered Agent for the purposes mentioned and set forth in Article V. She did further agree to comply with the provisions of Section 607.0505 Florida Statute (1992) all statutes relating to the proper and complete performance of her duties, and she is familiar with and accepts the obligations of her position as Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Fort Lauderdale, Florida, in said County and State this 28th day of April, 1995.



Notary Public, State of Florida



Name Typed, Printed or Stamped

My Commission Expires:

P95000035580

Leonie Salkey
9965 Miramar Parkway
Miramar, FL 33025
(305) 433-8747

FILED
95 MAY 22 PM 3:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

May 18, 1995

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

000001496310
-05/23/95--01046--015
*****35.00 *****35.00

Re: RAYSAB CORPORATION
Document No. P95000035580
Articles of Amendment

Dear Secretary of State:

Enclosed is an original and one copy of the Articles of Amendment of Raysab Corporation together with a check in the amount of \$35.00 made payable to the Florida Secretary of State representing the filing fee of said amendment. Please forward a filed stamped copy of the Articles of Amendment in the stamped, self-addressed envelope provided.

Thank you for your assistance in this matter.

Very truly yours,

RAYSAB CORPORATION

Leonie Salkey lmd
Leonie Salkey, President

LS/lmd

Enclosures

Amend
6/1
LB

**ARTICLES OF AMENDMENT
OF**

RAYSAB CORPORATION

The following provision of the Articles of Incorporation of RAYSAB CORPORATION, a Florida corporation, filed in Tallahassee, Florida, on the 1st day of May, 1995, and it is hereby amended in the following particular:

1. Article I be and it hereby is amended to read as follows:

ARTICLE I

NAME

The name of the corporation is RAYSAB CORPORATION whose principal place of business is 9965 Miramar Parkway, Miramar, Florida 33025.

2. Article V be and it hereby is amended to read as follows:

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The address of its initial registered office is 9965 Miramar Parkway, Miramar, Florida 33025 and the name of its initial registered agent at said address is Leonie Salkey.

FILED
95 MAY 22 PM 3:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

3. Article VI be and it hereby is amended to read as follows:

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The number of directors constituting its initial Board of Directors is two (2). The number of directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation, but shall never be fewer than one (1). The names and addresses of the initial Directors of the Corporation are:

Leonie Salkey
9965 Miramar Parkway
Miramar, FL 33025

Claudette Morgan
9965 Miramar Parkway
Miramar, FL 33025

4. Article VII be and it hereby is amended to read as follows:

ARTICLE VII

INCORPORATOR


The name and address of the incorporator is:

Leonie Salkey
9965 Miramar Parkway
Miramar, FL 33025

5. The foregoing amendments were adopted by the Stockholders and Directors of the corporation on the 15th day of May, 1995.

IN WITNESS WHEREOF, THE UNDERSIGNED, Leonie Salkey, President of
this corporation has executed this Article of Amendment this 15th day of May, 1995.

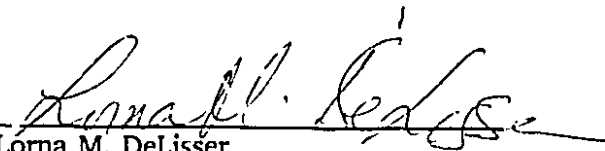
RAYSAB CORPORATION

By: 
Leonie Salkey
President

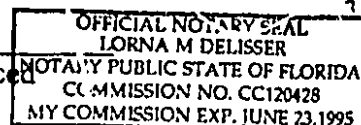
STATE OF FLORIDA)
)ss:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority personally appeared Leonie Salkey, personally
known to me and who executed the foregoing Articles of Amendment and who
acknowledged before me that she executed such instrument for the purposes therein
stated.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal this 15th
day of May, 1995.


Lorna M. DeLisser
Notary Public, State of Florida

Name Typed, Printed or Stamped



My Commission Expires: