P95000044376

501 Fairway Drive, Suite 100 Deerfield Beach, Florida 33441

May 23, 1995

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

RE: Rolling Product Sales, Inc.

Gentlemen:

Enclosed please find proposed Articles of Incorporation for ONE (1) new Florida Corporation, Rolling Product Sales, Inc., along with my check in the amount of \$122.50.

Please place these documents in line for processing. Thank you very much.

Sincerely,

Kenneth S. Heideger

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ARTICLES OF INCORPORATION

<u>OF</u>

ROLLING PRODUCT SALES, INC.

The undersigned, for the purpose of forming a corporation under the Fforida. General Corporation Act, hereby adopts the following Articles of Incorporation:

- 1. NAME. The name of the Corporation is: Rolling Product Sales, Inc.
- 2. **DURATION**. The period of its duration is perpetual.
- 3. **PURPOSE**. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
- 4. **CAPITAL STOCK**. The corporation is authorized to issue One Hundred Million (100,000,000) shares of common stock, all of one class, at <u>NO</u> Par Value.
- 5. **PRINCIPAL OFFICE**. The address of the principal office of the corporation is as follows:

Rolling Product Sales, Inc. 501 Fairway Drive, Suite 100 Deerfield Beach, Florida 33441

6. <u>INITIAL REGISTERED AGENT</u>. The name and address of the initial registered agent of the corporation is as follows:

KENNETH S. HEIDEGER 501 Fairway Drive, Suite 100 Deerfield Beach, Florida 33441

7. **INITIAL BOARD OF DIRECTORS.** The corporation shall have ONE (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than ONE (1) director.

The name and address of the initial director of the corporation is:

NAME

ADDRESS

KENNETH S. HEIDEGER

501 Fairway Drive, Suite 100 Deerfield Beach, Florida 33441

- 8. <u>AMENDMENT OF ARTICLES</u>. 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 shareholders is subject to this reservation.
- 9. **INDEMNIFICATION.** To the extent permitted by law, the corporation shall indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.
- 10. **INCORPORATOR.** The name and address of the incorporator is:

NAME

ADDRESS

KENNETH S. HEIDEGER

501 Fairway Drive, Suite 100, Deerfield Beach, Florida 33441

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2 day of May, 1995.

INCORPORATOR

STATE OF FLORIDA

SS

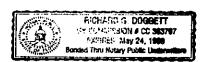
COUNTY OF BROWARD

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

IN WITNESS HEREOF, I have hereunto set my hand and seal this day of Mary, 1995.

NOTARY PUBLIC State of Florida

MY COMMISSION EXPIRES:



CERTIFICATE DESIGNATING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED WITHIN THIS STATE

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

FIRST, that Rolling Product Sales, Inc., a Florida corporation qualified to do business under the laws of this State, has appointed KENNETH S. HEIDEGER as its agent to accept service of process within this State at the following address:

KENNETH S. HEIDEGER 501 Fairway Drive, Suite 100 Deerfield Beach, Florida 33441

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

By: KENNETH S. HEIDEGER

KENNETH S. HEIDEGER

May 23, 1995.

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July 3, 1996

This letter is to serve as a cover letter for the enclosed article of dissolution.

Our telephone number is: (407) 998-2824

Our mailing address is:

Rolling Products Sales, Inc.

700 Banyan Trail

Boen Raton, Ft 33431



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ARTICLES OF DISSOLUTION



Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the corporation is: $\frac{(PO(3)k)(11/6)}{(PO(3)k)(11/6)} = \frac{(PO(3)k)(11/6)}{(PO(3)k)(11/6)} = \frac{(PO(3)k)(11/6)}{(PO(3)k)} = (PO(3)$
SECOND:	The date dissolution was authorized: TINE 20, 19916
THIRD:	Adoption of Dissolution (CHECK ONE)
Diss was	olution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval.
Diss	olution was approved by vote of the shareholders through voting groups.
Ti ei	he following statement must be separately provided for each voting group ntitled to vote separately on the plan to dissolve:
The	number of votes cast for dissolution was sufficient for approval by
	(voting group)
Signe	d this day of
Signature _	By the Chairman or Vice Chairman Cale David David
	(By the Chairman or Vice Chairman of the Board, President, or other officer)
	ROBERT V. PLATH
	(Typed or printed name)
	PRESIDENT
	(Title)