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RE:

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)2248870 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

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Service: T	Top Priority Regular Two Day Service
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SECRETARY OF STATE VISIONS OF CORPORATIONS 95 JUN 20 AM 10: 45

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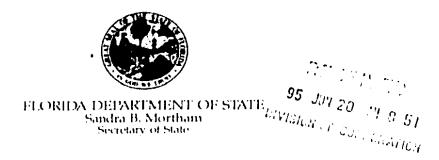
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Please remit Invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum.

THANK YOU from Your Capital Connection



June 16, 1995

CAPITAL CONNECTION P.O. BOX 10349 TALLAHASSEE, FL 32302

SUBJECT: RCS ENTERPRISES, INC. Ref. Number: W95000012314

We have received your document for RCS ENTERPRISES, INC. and your check(s) totaling \$122.50. 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) 487-6928.

Agnes Bundick Corporate Specialist

Letter Number: 795A00029728

*Corrected

SECRETARY OF STATE DIVISION OF CORPORATIONS

95 JUN 20 AM 10: 46

ARTICLES OF INCORPORATION

OF

SIMEONE ENTERPRISES, INC.

The undersigned, acting as the Incorporator of a Corporation organized under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be:

SIMEONE ENTERPRISES, INC.

The principal place of business of this corporation shall be:

4400 Buchanan Struet, Hollywood, Fl 33021

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock, each share having a par value of ONE DOLLAR PER SHARE (\$1.00).

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE V - CAPITAL

The amount of capital with which the corporation will begin business will be not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this Corporation shall be:

4400 Buchanan Street, Hollywood, Fl 33021

and the name of the initial registered agent of this Corporation at that address is:

Ronald C. Simeone

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

This Corporation shall have one Directors and Officer initially. The number of Directors and Officers may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial Directors and Officers of this Corporation are:

1. Ronald C. Simeone
4400 Buchanan Street, Hollywood, Fl 33021
Director/President/Secretary

ARTICLE VIII - INCORPORATORS

The name and street address of the subscriber to these Articles of Incorporation is:

1. Ronald C. Simeone
4400 Buchanan Street, Hollywood, Fl 33021

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to full extent permitted by law.

ARTICLE & - AMENDMENT

This 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.

IN WITNESS WHEREFORE, the undersigned subscriber has executed these Articles of Incomporation, on this day : June 9 1995

Ronald C. Simeone

Incorporator

STATE OF FLORIDA)
SS
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in and for the State and County set forth above, personally appeared Ronald C. Simeone known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledge before me that they executed the same for the purposes set forth therein.

IN WITNESS WhireOf, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, on this day: June 9 1995

NOTARY PUBLIC, State of Florida, at Large

My Commission Expires

Bonded Thru Weby Public Underwitten

EXMISS: UNY 21, 1996

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EAMON & CC 217001

SANDRA ONORATI
MY COMMISSION # CC 217001
EXPIRES: July 21, 1996
Bonded Tinru Notary Public Underwriters

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

95 JUN 20 AM 10: 46

CERTIFICATE DESIGNATING AGENT

F.S. 607.325

BE IT KNOWN THAT:

SIMEONE ENTERPRISES, INC. Desiring to organize or qualify under the laws of the State of Florida, with its principal place of business as indicated in the Articles of Incorporation, has named Ronald C. Simeone whose address is 4400 Buchanan Street, Hollywood, Fl 33021 as its agent to accept Service of Process within Florida.

DATED on this day: June 9 1995

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Ronald C. Simeone President

ACCEPTANCE

Having been named to accept Service of Process for SIMEONE ENTERPRISES, INC. at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of section 607.325 Florida Statutes.

DATED on this day: June 9 1995

Ronald C. Simeone Registered Agent