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RECEIVED
CORPORATE RECORDS
DIVISION
AUG 21 1995

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

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10721731-11040-0003
****12210 ****12210

RE: Richard A. Simmons, Inc.

Gentlemen:

As President of the above named corporation I am requesting a Charter from the State of Florida in order to start a business as a corporation in Florida.

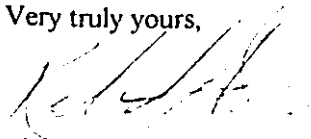
Enclosed are the following papers, together with our check:

- (a) Original and one copy of Certificate of Incorporation for filing and approval by your office:
- (b) Certificate of Registered Agent:
- (c) Certificate to cover fees and costs in the amount of \$122.50.

\$35.00 to file Certificate.
\$52.50 for certified copy.
\$35.00 for Registered Agent Designation.

Please return certified copy as soon as possible.

Very truly yours,


Richard A. Simmons
enclosures

W45-14878

D. BROWN AUG 31 1995



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 25, 1995

RICHARD A. SIMMONS
17585 MOORFIELD DRIVE
FORT MYERS, FL 33908

SUBJECT: RICHARD A. SIMMONS, INC.
Ref. Number: W95000014878

We have received your document for RICHARD A. SIMMONS, 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.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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: 495A00035236

ARTICLES OF INCORPORATION
OF
R.A. SIMMONS, INC.

ARTICLE I. CORPORATE NAME

The name of this corporation is:

R.A. Simmons, Inc.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business as permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of share of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock with a par value of \$1 (one dollar) per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have a perpetual existence commencing upon issuance of the certificate of incorporation from the Secretary of State.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED
OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Richard A. Simmons
17585 Moorfield Road
Fort Myers, Florida 33908

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial director of this Corporation and the street address is:

Richard A. Simmons
17585 Moorfield Road
Fort Myers, Florida

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

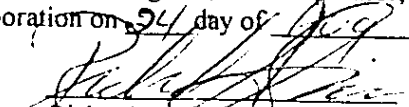
The name and street address of the person signing these Article of Incorporation as the Incorporator is:

Richard A. Simmons
17585 Moorfield Road
Fort Myers, Florida 33908

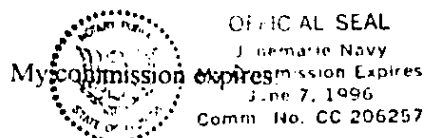
ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote., unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has
executed the foregoing Articles of Incorporation on 24 day of Aug, 19 75.


Richard A. Simmons
Incorporator

BEFORE ME, a notary Public, personally appeared Richard A. Simmons,
to me known to be the person described as incorporator and who executed the foregoing
Articles of Incorporation, and acknowledged before me that he subscribed to these
Articles of Incorporation on 24th day of August, 1995



Notary Public

I hereby am familiar with and accept the duties and responsibilities as registered agent for
R. A. SIMMONS, INC.

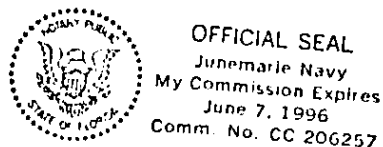
Richard A. Simmons
Registered Agent

BEFORE ME, A Notary Public, personally appeared Richard A. Simmons,
to me known to be the person described as Registered Agent and who executed the
foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal this 24th day of August, 19 95
FL DL # SS52-741-52-412-0

Notary Public

My Commission expires.



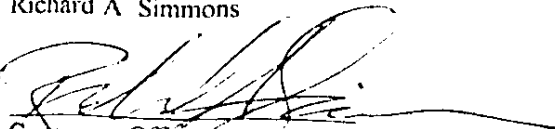
R. A. SIMMONS, INC
17585 MOORFIELD ROAD
FORT MYERS, FLORIDA 33908

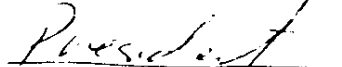
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITH
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

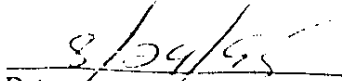
In compliance with Section 48 091, Florida Statutes, the following is submitted.

FIRST: That R.A. SIMMONS, INC., is desiring to organize or qualify under the law of the State of Florida with its principal place of business at 17585 Moorfield Road, in the city of Ft Myers, State of Florida, has named Richard A. Simmons, 17585 Moorfield Road, Fort Myers, Florida 33908, as its agent to accept service of process within Florida.

Richard A. Simmons

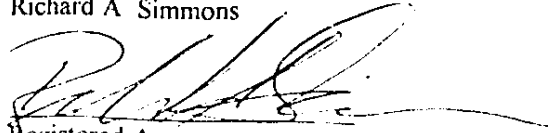

Corporate Officer

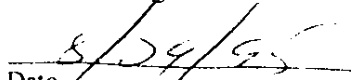

Title


Date

Having been named to accept service of process for the above state corporation, 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.

Richard A. Simmons


Registered Agent


Date