

LEHTINEN O'DONNELL
ATTORNEYS AT LAW
A PROFESSIONAL ASSOCIATION
VARGAS & REINER

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FILED
95 FEB -1 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 24, 1996

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-02/01/96---01036---016
***\$122.50 ***\$122.50

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

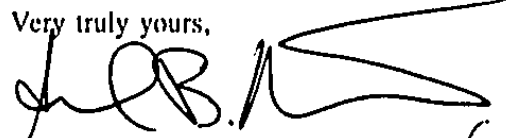
RE: R & C SALES OF SOUTH FLORIDA, INC.

Dear Sir or Madam:

Enclosed please find an original and one fully executed copy of the Articles of Incorporation for the above referenced corporation, together with our check in the amount of \$122.50 to cover your fees. Please return a certified copy of the Articles of Incorporation to the undersigned in the enclosed, self-addressed, stamped envelope.

Thank you for your courtesy and cooperation, and should you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,


SAMUEL B. REINER, II

SBR/cm

2/5/96


ARTICLES OF INCORPORATION
OF
R & C SALES OF SOUTH FLORIDA, INC.

The undersigned for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FILED
25 FEB - 1 PM 1980
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the corporation is **R & C SALES OF SOUTH FLORIDA, INC.**
and its address is 7595 Estrella Cir., Boca Raton, Florida 33433.

ARTICLE II

Duration

The duration of the corporation shall be perpetual.

ARTICLE III

Purposes

The general purposes for which the corporation is organized are:

- (1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
- (2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

Authorized Shares

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall have a \$1.00 par value.

ARTICLE V

Registered Office and Agent

The street address of the initial registered office of the corporation is 7595 Estrella Cir., Boca Raton, Florida 33433, and the name of its initial registered agent at such address is Christopher M. Farnham.

ARTICLE VI

Directors

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors shall be two (2). The names and addresses of the persons who are to serve as the initial board of directors are:

Christopher M. Farnham
7595 Estrella Cir., Boca Raton, Florida 33433

Beverly Dawn Farnham
7595 Estrella Cir., Boca Raton, Florida 33433

ARTICLE VII

Officers

The officers constituting the officers of the corporation shall be determined in accordance with the By-Laws, but shall not be less than a president and a secretary. The officers are:

Christopher M. Farnham - President
Beverly Dawn Farnham - Secretary

ARTICLE VIII

Incorporator

The name and address of the Incorporator is:

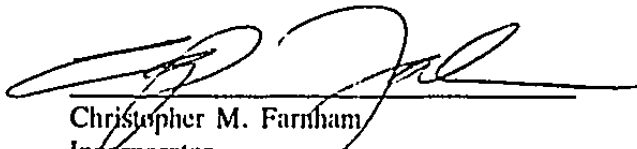
Christopher M. Farnham
7595 Estrella Cir., Boca Raton, Florida 33433

ARTICLE IX

Indemnification

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 25 day of JAN, 1996.


Christopher M. Farnham
Incorporator

FILED
56 FEB - 1 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

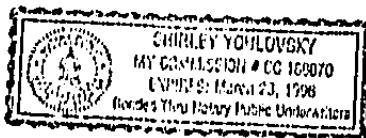
STATE OF FLORIDA)

COUNTY OF ~~DADE~~ ^{ISS} *Man Beach*

FILED
95 FEB -1 PM 5:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 26th day of January, 1996,
by Christopher M. Farnham, (who is personally known to me) or who produced _____
_____ as identification and who did take an oath.

My commission expires:



Shirley Youlovsky

Notary Public

SHIRLEY YOLOVSKY

Printed Name

Acknowledgement of Appointment by Registered Agent

Having been named the registered agent for the above corporation at the place designated in and foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Christopher M. Farnham

Christopher M. Farnham
Registered Agent