

P96000022875

JAMES L. COLE, III
215 31st Street
West Palm Beach, FL 33407
(407) 844-2565

FILED
MAR 11 AM 9:30
TALLAHASSEE, FLORIDA

February 14, 1996

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

RE: Rutt of Palm Beach, Inc.
Articles of Incorporation

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-03/12/96--01015--014
****122.50 ****122.50

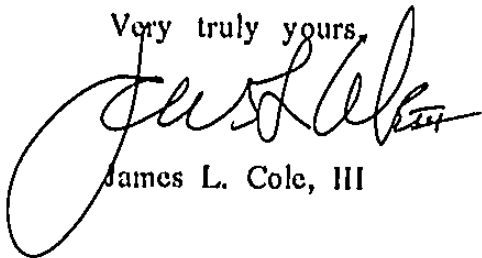
Gentlemen:

Enclosed please find executed Articles of Incorporation for Rutt of Palm Beach, Inc.

To cover filing fees, also enclosed is a check for one hundred twenty-two dollars and 50 cents (\$122.50).

Please contact the undersigned if you require any further information.

Very truly yours,



James L. Cole, III

ARTICLES OF INCORPORATION
OF
RUTT OF PALM BEACH, INC.

FILED
JUN 11 AM 8:30
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon filing of these Articles.

ARTICLE I. Name. The name of the corporation is Rutt of Palm Beach, Inc.

ARTICLE II. Terms of Existence. This Corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This Corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. Capital Stock. This Corporation is authorized to issue One Hundred (100) shares with a par value of One Dollar (\$1.00) per share of common shares.

ARTICLE V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. Initial Registered Office and Agent. The street address of the initial registered office of this Corporation is:
Rutt of Palm Beach, Inc.
215 31st Street
West Palm Beach, FL 33407

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

James L. Cole, III
215 31st Street
West Palm Beach, FL 33407

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ARTICLE VII. Principal Office. The street address of the principal office of this Corporation is:

Rutt of Palm Beach, Inc.
8125 Monetary Road,
Riviera Beach, FL 33404

ARTICLE VIII. Initial Board of Directors. The Corporation shall have two Directors initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The names and addresses of the initial Directors of this Corporation are:

James L. Cole, III
215 31st Street
West Palm Beach, FL 33407

Debra V. Bottcher
12096 Alt. A1A, Unit F-6
Palm Beach Gardens, FL 33410

ARTICLE IX. Officers. The initial officers of the Corporation will be:

James L. Cole, III, President
Debra V. Bottcher, Secretary/Treasurer

ARTICLE X. Incorporation. The person signing these Articles of Incorporation has the following name and address:

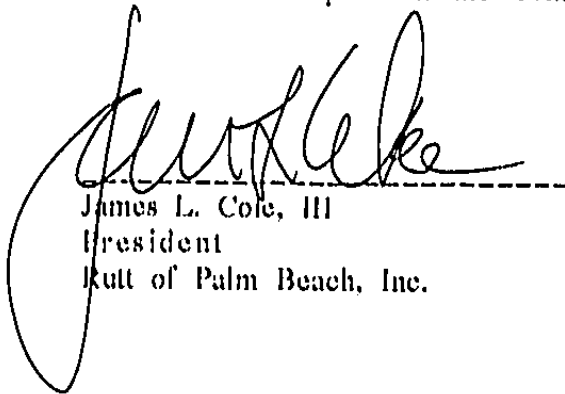
James L. Cole, III
215 31st Street
West Palm Beach, FL 33407

ARTICLE XI. By-Laws. The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation the 14th day of February 1996.

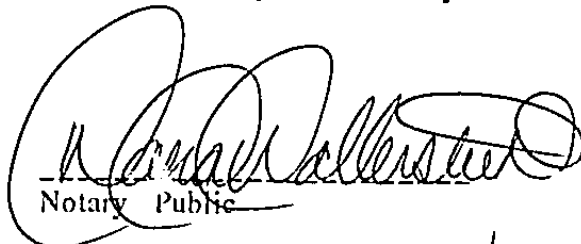


James L. Cole, III
President
Rutt of Palm Beach, Inc.

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared, James L.
Cole, III, known to be and known by me to be the person who executed
the foregoing Articles of Incorporation and he acknowledged before
me that he executed the same for the use and purposes therein
expressed.

WITNESS my hand official seal
this 20 day of February 1996



Notary Public



DANA WALLERSTEIN
My Commission CC363606
Expires Mar. 07, 1998
Bonded by ANB
800-852-5878

My commission expires: 3/7/98

CONSENT TO APPOINTMENT AS REGISTERED AGENT

RUTT OF PALM BEACH, INC.

To: Secretary of State
State of Florida
Division of Corporations
Department of State
Tallahassee, Florida 32304

FILED
96 MAR 11 AM 8:30
TALLAHASSEE, FLORIDA

I, James L. Cole, do hereby consent to serve as Registered Agent for the Corporation, this 14th day of February 1996,.



James L. Cole

Address of Registered Agent:

James L. Cole
215 31st Street
West Palm Beach, FL 33407