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PROFESSIONAL ASSOCIATION

STANLEY WOLFMAN  
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March 11, 1996

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32309

000001748379  
03/19/96--01020--019  
\*\*\*122.50 \*\*\*122.50

Re: Retsof, Inc.

Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Incorporation for the above referenced corporation, together with our check in the amount of \$122.50.

A self-addressed stamped envelope has been provided for your convenience for the return of the recorded Articles.

Thank you for your cooperation in this matter.

Very truly yours,

DAVID J. WOLFMAN

DJW/ct  
Enclosure

FILED  
96 MAR 18 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. BROWN MAR 22 1996

ARTICLES OF INCORPORATION  
OF  
RETSOF, INC.

FILED  
96 MAR 18 AM 9:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is RETSOF, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized to engage in the business, and to do all such acts and things as may be necessary or convenient to carry out the purposes intended by the organization of this corporation and, finally for the purposes of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 2590 Palm Lake Dr., Merritt Island, Florida 32952 and the name of the initial registered agent of this corporation is KENT M. FOSTER, whose address is 2590 Palm Lake Dr., Merritt Island, Florida 32952.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or decreased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

KENT M. FOSTER  
2590 Palm Lake Dr.  
Merritt Island, Florida 32952

MYRNA M. FOSTER  
2590 Palm Lake Dr.  
Merritt Island, Florida 32952

ARTICLE VII - INCORPORATOR

The names and addresses of the persons signing these Articles are:

KENT M. FOSTER  
2590 Palm Lake Dr.  
Merritt Island, Florida 32952

MYRNA M. FOSTER  
2590 Palm Lake Dr.  
Merritt Island, Florida 32952

ARTICLE VIII - BY LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite his and her name:

KENT M. FOSTER      51

MYRNA M. FOSTER    49

Shares held by the initial shareholder listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholder or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

#### ARTICLE X - SHAREHOLDER QUORUM AND VOTING

51% of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of 51% of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE XII - 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.

ACCEPTANCE BY REGISTERED AGENT

The undersigned heroby accepts the appointment as Registered Agent of RETSOF, INC., which is contained in the foregoing Articles of Incorporation. I heroby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

DATED this 12th day of March, 1996.

By:

Kent M. Foster  
KENT M. FOSTER  
Registered Agent

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of incorporation this 12th day of March, 1996.

RETSOF, INC.

Kent M. Foster  
By: KENT M. FOSTER

Myrna M. Foster  
By: MYRNA M. FOSTER

STATE OF FLORIDA  
COUNTY OF BREVARD

Before me, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared KENT M. FOSTER and MYRNA M. FOSTER, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 12th day of March, 1996.

Claudia Tharpe  
Notary Public  
My Commission expires:

