

Date April 1, 1996
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Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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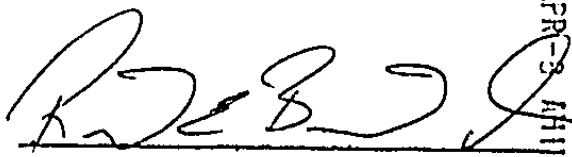
Re: R. S. Warner Inc., Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,


Richard Bissonette, Jr.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR-3 AM 11:48

R. S. Warner Inc.
(name of corporation)

MAILING ADDRESS OF CORPORATION		
<u>2394 TAMiami TRAIL-UNIT #1</u>		
<u>Port Charlotte, FL 33952</u>		
PHONE		
<u>(941) 255-1088</u>		
Area Code	Number	Ext.

g 4/12/96

ARTICLES OF INCORPORATION

R.S. Warner ^{of} Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

R.S. Warner Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Ten Thousand shares (10,000) of ONE DOLLAR Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Richard Bissonette Jr.</u>		
ADDRESS	<u>2394 TAMiami TRAIL - UNIT #1</u>		
CITY	<u>Port Charlotte</u>	FLORIDA <u>FL</u>	ZIP <u>33952</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>R.S. WARNER, INC.</u>		
ADDRESS	<u>2394 TAMiami TRAIL - UNIT #1</u>		
CITY	<u>Port Charlotte</u>	FLORIDA <u>FL</u>	ZIP <u>33952</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Richard Bissonette Jr.</u>		
ADDRESS	<u>167 Deerfield Ave.</u>		
CITY	<u>Port Charlotte</u>	STATE <u>FL</u>	ZIP <u>33952</u>
NAME	<u>Scott L. DeVries</u>		
ADDRESS	<u>18387 Locklane Ave.</u>		
CITY	<u>Port Charlotte</u>	STATE <u>FL</u>	ZIP <u>33948</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

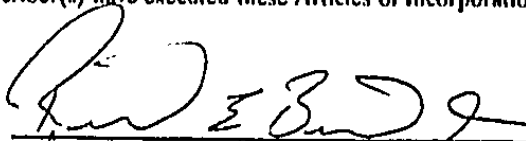
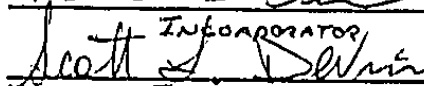
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DIVISION OF CORPORATIONS
95 APR - 8 AM 11:28

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Richard Bissnette Jr.		
ADDRESS	167 Deerfield Ave.		
CITY	Port Charlotte	STATE	FL ZIP 33952
NAME	Scott L. DeVries		
ADDRESS	18387 Locklane Ave.		
CITY	Port Charlotte	STATE	FL ZIP 33948
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 1ST day of April, 1996.

 (Seal)
 INCORPORATOR
 (Seal)
 INCORPORATOR
 _____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 APR -8 AM 11:48

R. S. Warner Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 2394 TAMiami TRAIL UNIT. #1

Port Charlotte FL. 33952

has named Richard Bissonette Jr.

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Richard E. Bissonette Jr.
(registered agent)