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FLORIDA DIVISION OF CORPORATIONS

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DEPARTMENT OF STATE

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STATE OF FLORIDA

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401 EAST GANDY STREET

MIAMI FL 33132

TALLAHASSEE FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: R.T. CARRIE ENTERPRISES, INC.

FAX AUDIT NUMBER: H96000005943

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 29, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: R.T. CARMICHAEL ENTERPRISES, INC.
REF: W96000009094

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: W96000005943
Letter Number: 596A00020304

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ARTICLES OF INCORPORATION
OF
R.T. CARRIE ENTERPRISES, INC.

FILED
NOV 11 1996
CLERK OF COURT
JACKSONVILLE, FLORIDA

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is R.T. CARRIE ENTERPRISES, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business. The primary business of this corporation shall be business related services.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of ONE DOLLAR par value common stock.

ARTICLE IV - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same, kind, class or series as that which he already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 513 North State Road 7, Margate, Florida 33063. The name of the initial registered agent of this corporation at this address is: David L. Rich.

Prepared by: David L. Rich, Esquire
513 North State Road 7
Margate, FL 33063
Florida Bar No. 329177
(305) 972-1800

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director 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. The names and addresses of the initial directors of this corporation are:

Robert T. Carrie
1005 East River Drive
Margate, FL 33063

Pres/V-Pres/Sec/Treas

ARTICLE VII - INCORPORATION

The name and address of the person signing these Articles of Incorporation is: Robert Carrie,
1005 East River Drive, Margate, FL 33063

ARTICLE VIII - INDEMNIFICATION

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


ARTICLE IV - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed the Articles of Incorporation this 26th day of April, 1996.


ROBERT T. CARRIE

SWORN TO and SUBSCRIBED before me this 26th day of April, 1996, by ROBERT CARRIE, who is personally known to me.


NOTARY PUBLIC, State of Florida
Commission No.
My Commission Expires:



MELISSA L. KAYAL
COMMISSION # CC 482538
EXPIRES AUG 3, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

779600005843

STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designation Place of Business of Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

R.T. CARRIE ENTERPRISES, INC.

A CORPORATION ORGANIZED (or organizing) under the laws of the State of Florida with its principal office at 1005 East River Drive, in the City of Margate, County of Broward, State of Florida, designates David L. Rich as its agent to accept service of process within this state.

OFFICERS AND DIRECTORS:

Name	Title	Specific Address
Robert Carrie	P/VP/ST/D	1005 East River Drive Margate, FL 33063

BY: 
ROBERT T. CARRIE

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.


DAVID L. RICH

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