

(SAMPLE LETTER OF TRANSMITTAL)

P960000 45978

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

FILED
56 MAR 29 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: RhinoShield, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of 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,



Eugene Weiner
(individual's name)

RhinoShield, Inc.
(name of corporation)

MAILING ADDRESS OF CORPORATION

1650 NW 23 Avenue

Ft. Lauderdale, Fl 33311

PHONE

(954) 730-0118
Area Code Number Ext.

W96-7275

6/9

DMC
4/4/96

BE/5/30



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

April 4, 1996

EUGENE WEINER
1650 NW 23 AVENUE
FORT LAUDERDALE, FL 33311

SUBJECT: RHINOSHIELD, INC.
Ref. Number: W96000007275

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96 MAY 29 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for RHINOSHIELD, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 996A00015412

ARTICLES OF INCORPORATION

of

RhinoShield, 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:

RhinoShield, 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 laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one thousand shares (1000) of Common Stock Dollar(s) (\$ 0.10 per share) 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>Eugene Weiner</u>		
ADDRESS	<u>2841 N. Ocean Blvd. #1604</u>		
CITY	<u>Ft. Lauderdale</u>	FLORIDA	ZIP <u>33308</u>

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

NAME	<u>RhinoShield, Inc.</u>		
ADDRESS	<u>1650 NW 23 Avenue</u>		
CITY	<u>Ft. Lauderdale</u>	FLORIDA	ZIP <u>33311</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) 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>Eugene Weiner</u>		
ADDRESS	<u>2841 N. Ocean Boulevard #1604</u>		
CITY	<u>Ft. Lauderdale</u>	STATE <u>FL</u>	ZIP <u>33308</u>
NAME	<u>Penny Vemeyer</u>		
ADDRESS	<u>190 SW 77 Avenue</u>		
CITY	<u>Margate</u>	STATE <u>FL</u>	ZIP <u>33068</u>
NAME	<u>Mabel Postant</u>		
ADDRESS	<u>2841 N. Ocean Boulevard #1604</u>		
CITY	<u>Ft. Lauderdale</u>	STATE <u>FL</u>	ZIP <u>33308</u>

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ARTICLE VII - INCORPORATORS

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

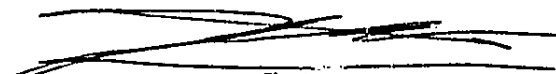
NAME	Eugene Walner		
ADDRESS	2841 N. Ocean Boulevard #1604		
CITY	Ft. Lauderdale	STATE FL	ZIP 33308
NAME	Penny Venever		
ADDRESS	190 SW 77 Avenue		
CITY	Margate	STATE FL	ZIP 33068
NAME	Mabel Rontant		
ADDRESS	2841 N. Ocean Boulevard #1604		
CITY	Ft. Lauderdale	STATE FL	ZIP 33308

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of _____, 19____.

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

STATE OF FLORIDA)
)
 COUNTY OF _____) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

	_____
Signature	Form of Identification
_____	_____
Signature	Form of Identification
_____	_____
Signature	Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that _____ executed these Articles of Incorporation, that I relied upon the form _____ of identification of the above named person _____ as indicated opposite each name, and that an oath was not taken.

NOTARY RUBBER STAMP SEAL _____ Witness my hand and official seal in the County and State of _____ said this _____ day of _____, 19____.

 Notary Signature

 Printed Notary Signature

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RhinoShield, Inc.
(name of corporation)

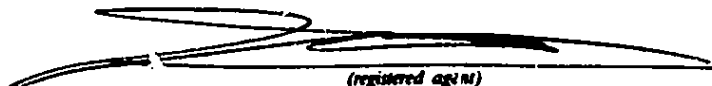
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 2841 N. Ocean Boulevard #1604
Ft. Lauderdale, FL 33308

has named Eugene Weiner
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.


(registered agent)