

P960000735/8

LAW OFFICES
CLYATT & RICHARDSON
PROFESSIONAL ASSOCIATION
1881 FORUM PLACE • SUITE 300-F
WEST PALM BEACH, FLORIDA 33401

WIELTON CLYATT, JR.
KEVIN F. RICHARDSON

TELEPHONE 471-0000
FACSIMILE 471-0688
AREA CODE 561

August 29, 1996

5/21/96 01009 003
122.50

Karen Gibson
Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Amigo, Inc.
Ref. NO. W96000011198


FILED
SEP-3 1996
FBI - TAMPA

Dear Ms. Gibson:

Thank you for your May 24, 1996 letter. Enclosed is original and one copy of the new Articles of Incorporation reflecting the new corporate name.

Please file these new Articles of Incorporation and return a copy to us.

Very sincerely,


Kevin F. Richardson
KFR:jas
Enclosure

W96-11198

996A-26267



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 24, 1996

KEVIN F. RICHARDSON ESQ.
CLYATT & RICHARDSON
1551 FORUM PL., SUITE 300F
W, PALM BEACH, FL 33401

SUBJECT: AMIGO, INC.
Ref. Number: W96000011198

We have received your document for AMIGO, 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):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 996A00026267

RECEIVED MAY 30 1996

ARTICLES OF INCORPORATION
OF
ROSCER, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

1. NAME. The name of the Corporation is:

ROSCER, INC.

2. PRINCIPAL OFFICE. The principal place of business and mailing address of this corporation shall be:

11500 S.W. Kanner Highway
Lot 252
Indiantown, FL 34956

3. DURATION. The period of its duration is perpetual.

4. PURPOSE. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

5. CAPITAL STOCK. The Corporation is authorized to issue 100 shares, all of one class, at \$1.00 par value common.

6. INITIAL REGISTERED OFFICE AND AGENT. The name and address of the Initial Registered Agent and office of this Corporation is as follows:

Kevin F. Richardson, Esq.
Clyatt & Richardson, P.A.
1551 Forum Place, #300-F
West Palm Beach, FL 33401

7. INITIAL BOARD OF DIRECTORS. This Corporation shall have two (2) Directors initially. The number of Directors shall be no less than one by an amendment of the By-Laws of the Corporation in the manner provided by law, but shall never be less than one.

The names and addresses of the initial Director(s) and Officers of this Corporation are:


<u>NAME</u>	<u>ADDRESS</u>
Martin Rosas	11500 S.W. Kanner Hwy. Lot 252 Indiantown, FL 34956
Julio Cervantes	5833 Tangerine Drive Stuart, FL 34997

8. INCORPORATOR. The name and address of the Incorporator signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Kevin F. Richardson	1551 Forum Place, Suite #300-F West Palm Beach, Florida 33401

9. AMENDMENT TO ARTICLES. This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amending hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 29th day of August, 1996.



INCORPORATOR

I am familiar with and accept the duties and responsibilities as registered agent for said corporation.




REGISTERED AGENT
Kevin F. Richardson

STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared Kevin F. Richardson, to me known to be the person who executed the foregoing Articles of Incorporation, and they acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 29 day of August, 1996.



NOTARY PUBLIC - STATE OF FLORIDA
My commission expires:



JUDITH ANN SULTAN
MY COMMISSION # CC316654 EXPIRES
September 16, 1997
BONDED THIRD TRUST FARM INSURANCE, INC.



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