

P96000075164

Bette S. Lestrango, Esq.

ATTORNEY AT LAW

3020 NORTH FEDERAL HIGHWAY

BUILDING 11-SECOND FLOOR

FORT LAUDERDALE, FLORIDA 33306

96 SEP -9 PM 3:27

TALLAHASSEE, FLORIDA

FAX 305-861-2740

305 861-0887

000001942810
-09/10/96--01006--017
*****70.00 *****70.00

August 29, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

Dear Sirs:

Enclosed is a check for \$ 70.00 to cover the various fees for the filing of the enclosed original and one copy of the Articles of Incorporation for R.G. HUGHES PROPERTIES, INC.

Please send filed copy of the Articles of Incorporation to:

Bette S. Lestrango, Esquire
3020 N. Federal Highway - Building 11 - 2nd Floor
Ft. Lauderdale, Florida 33306

Sincerely,

Bette Lestrango
Bette S. Lestrango
Bette S. Lestrango, Esquire

BSL/wsh

PKJ
9/10/96

ARTICLES OF INCORPORATION
OF
R.G. HUGHES PROPERTIES, INC.

93 SEP -9 PM 3:27

RECORDED
HOLLYWOOD, FLORIDA

The undersigned, acting as incorporator under and by virtue of the laws of the State of Florida, and particularly the Florida General Corporation Act, as provided in Chapter 607, Florida Statutes, and any acts supplementary thereto, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation shall be: R.G. HUGHES PROPERTIES, INC. and its principal office and mailing address shall be:

c/o Mr. Richard G. Hughes
4026 North 30 Avenue
Hollywood, Florida 33020

ARTICLE II

The location of its initial registered office in the State of Florida is 4026 North 30 Avenue, Hollywood, Florida 33020, but it shall have the power to establish and maintain branch offices at such cities and towns in the State of Florida and the United States as said corporation may from time to time determine. The name of its initial registered agent at said address is Mr. Richard G. Hughes.

ARTICLE III

The corporation may engage in any activity or business permitted under the laws of the State of Florida and of the United States.

ARTICLE IV

The authorized capital stock of the corporation shall be five hundred (500) shares of common stock having a par value of \$1.00 per share. The holders of stock of the corporation shall be entitled to one (1) vote for each share of stock held at all meetings of the stockholders. Cumulative voting shall not be permitted. All subscriptions of stock shall be paid for in lawful money of the United States of America, or in property, security, labor, services or such other method of payment as the Board of Directors may reasonably approve, at a just valuation being fixed by the Board of Directors at a meeting called for such purposes; and property, labor or services may also be purchased or paid for with capital stock of the corporation, at a just valuation being fixed by the Board of Directors, and the corporation may from time to time increase its capital stock to any amount within authorization by law.

ARTICLE V

The term of the existence of the corporation shall be

perpetual.

ARTICLE VI

The name and street address of the incorporator to these Articles of Incorporation are:

Mr. Richard G. Hughes
4026 North 30 Avenue
Hollywood, Florida 33020

ARTICLE VII

The number of directors of the corporation shall be a minimum of one (1) and not more than fifteen (15), none of whom shall be required to be stockholders, nor to be residents of the State of Florida.

ARTICLE VIII

The names and post office addresses for the first Board of Directors of the corporation, who, subject to the provisions of Certificate of Incorporation, By-Laws of the corporation, and the laws of the State of Florida, shall hold office for the first year of the existence of the corporation or until their successors are duly elected and qualified, are as follows:

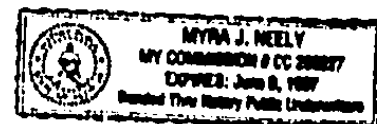
Mr. Richard G. Hughes
4026 North 30 Avenue
Hollywood, Florida 33020

The undersigned, being the original subscriber to the capital stock hereinbefore described and to these Articles of Incorporation to do business within and without the State of Florida, and pursuant to the laws of the State of Florida, does make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and, accordingly, has hereunto subscribed his hand this 31 day of August, 1996.

Richard G. Hughes

Myra J. Neely

NOTARY



SEP 11 1987
9:58 PM '87

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

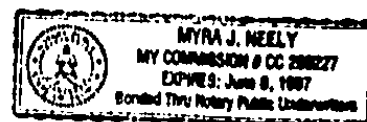
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act; R.G. HUGHES PROPERTIES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Hollywood, County of Broward, State of Florida has named Mr. Richard G. Hughes, 4026 North 30 Avenue, City of Hollywood, County of Broward, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and I agree to comply with the provision of said act related to keeping open said place.

By: Richard G. Hughes

Myra J. Neely
NOTARY



P96000075/64

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 30, 1997

R.G. HUGHES PROPERTIES, INC.
4026 NORTH 30 AVE
HOLLYWOOD, FL 33020

SUBJECT: R.G. HUGHES PROPERTIES, INC.
Ref. Number: P96000075164

Debit Memo #: 17297-D

This is to inform you that check #1029 in the amount of \$550.00 submitted with the annual report for R.G. HUGHES PROPERTIES, INC. has been returned by your bank because of ACCOUNT CLOSED.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$577.50 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after November 30, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (850) 487-6057.

Pat Bailey
Accountant I

Letter Number: 697A00048093

P96000075/6 4

000002319270--1
-10/13/97--01129--001
****577.50 ****577.50

October 13, 1997

REPLACEMENT FEE 1997

ANNUAL REPORT: R.G. HUGHES
PROPERTIES, INC.

DEBIT MEMO: # 17297-D

CHECK #: 1029