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DERREVERE & ASSOCIATES

224 DATURA STREET, 11TH FLOOR

WEST PALM BEACH, FL 33401

TELEPHONE 561/835-3753

TELEFAX 561/835-9831

RONALD S. CHAPMAN
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Richard Budzak, Paralegal
Patil M. Kirk, Paralegal
Verona Lyn-Manning, Paralegal

August 14, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Federal Express

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***122.50 ***122.50

Re: **R.J.B. Enterprises of Palm Beach, Inc.**

Dear Personnel:

Please find enclosed one (1) set of original Articles of Incorporation and corporate documents, along with an exact copy of same for filing with the Division of Corporations. Also enclosed is my check in the amount of one hundred twenty-two and 50/100 dollars (\$122.50) representing the filing fees for a Florida corporation. The following Articles of Incorporation are from the following individual with address and daytime telephone number:

Richard J. Budzak
224 Datura Street, 11th Floor
West Palm Beach, FL 33401
561/835-3753

Should you have any questions, please do not hesitate to contact me. Your prompt attention to this matter is greatly appreciated.

Very truly yours,

Richard J. Budzak

Richard J. Budzak

RJB/sgw
enclosures

FILED
6 SEP 12 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W96-17262

SEP 12 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 19, 1996

RICHARD J. BUDZAK
DERREVERE & ASSOCIATES
224 DATURA STREET, 11TH FLOOR
WEST PALM BEACH, FL 33401

SUBJECT: R.J.B. ENTERPRISES OF PALM BEACH, INC.
Ref. Number: W96000017262

We have received your document for R.J.B. ENTERPRISES OF PALM BEACH, 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 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.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Bylaws are not filed with this office. Please retain them for your records.

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) 487-6052.

Neysa Culligan
Document Specialist

Letter Number: 196A00039264

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56 SEP 12 AM 8:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
R.J.B. ENTERPRISES OF PALM BEACH, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE ONE

The name of this corporation shall be: R.J.B. ENTERPRISES OF PALM BEACH, INC.

ARTICLE TWO

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE THREE

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural person might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual secession by its corporation name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, where ever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute § 607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations, by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the law of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock options plans, and other incentive plans for

any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute § 607.014;

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is the total sum of FIVE HUNDRED (500)

shares, having an individual par value of ONE DOLLAR (\$1.00) per share.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE FIVE

The principal address and the registered office address are the same. The name and address of the initial Resident Agent of this corporation shall be:

RICHARD J. BUDZAK
Principal and Registered Office
R.J.B. Enterprises of Palm Beach, Inc.
224 Datura Street, 11th Floor
West Palm Beach, FL 33401

ARTICLE SIX

The initial Board of Directors shall consist of a total of one person, and the name and address of the person who is to serve as an initial director is:

RICHARD J. BUDZAK
224 Datura Street
11th Floor
West Palm Beach, FL 33401

The name and address of the Incorporator executing these Articles of Incorporation is:

RICHARD J. BUDZAK
224 Datura Street
11th Floor
West Palm Beach, FL 33401

IN WITNESS WHEREOF, the undersigned Incorporator has (ve) executed these articles of incorporation this 15th day of August, 1996.

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

Richard J. Budzak
RICHARD J. BUDZAK

FILED
96 SEP 12 AM 8:50
SECRETARY OF STATE
PALM BEACH, FLORIDA

STATE OF FLORIDA

COUNTY OF PALM BEACH

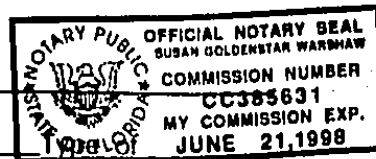
The foregoing instrument was acknowledged before me this 15th day of August, 1996, by RICHARD J. BUDZAK as Director for R.J.B. Enterprises of Palm Beach, Inc.

Susan Goldenstar Warsaw
Signature of Person Taking the Acknowledgment

SUSAN GOLDENSTAR WARSHAW
Name of Officer Taking Acknowledgment

Notary Public, State of Florida
Title

Commission Number:



Personally Known ✓ OR Produced Identification _____

Identification Produced N/A