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EMPIRE CORPORATE KIT

P.01/01

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((H96000013136 2))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: RUSHILL ENTERPRISES, INC.

AUDIT NUMBER.....H96000013136

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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EMPIRE CORPORATE KIT

P.02/06



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

September 20, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: RUSHILL ENTERPRISES, INC.
REF: W96000019837

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

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

THE FLA. BAR NUMBER IS ILLEGIBLE. ALSO PLEASE ADD THE TELEPHONE NUMBER TO THE PREPARER'S STATEMENT.

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) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000013136
Letter Number: 996A00043456

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SEP 20 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
RUSHILL ENTERPRISES, INC.

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is RUSHILL ENTERPRISES, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is 470 NORTHWEST 135TH STREET, NORTH MIAMI, FLORIDA 33168.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to

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Attorney At Law
6255 NW 7 Ave
Miami, FL 33150
FBN. 079-7022
305-751-8934

perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office 470 NORTHWEST 138TH STREET, NORTH MIAMI, FLORIDA 33168 and the registered agent at that office is SHARAVEEN RUSH.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have THREE (3) director constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws. The initial Board of Directors of the Corporation shall be comprised of:

SHARAVEEN RUSH
470 NORTHWEST 138TH
STREET
NORTH MIAMI, FL 33168

SABRINA HILL
1889 NORTHEAST 184TH
TERRACE
NORTH MIAMI BEACH,
FLORIDA 33162

ALFREDA BROWN
1736 NORTHWEST 88TH
STREET
MIAMI, FLORIDA 33142

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

SHARAVEEN RUSH
470 NORTHWEST 138TH STREET
NORTH MIAMI, FL 33168

H96000013136

IN WITNESS WHEREOF, SHARAVEEN RUSH, the undersigned incorporator, have signed these Articles of Incorporation on this 17th day of September, 1996, and acknowledged the same to be my act.

Sharaveen Rush
SHARAVEEN RUSH

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 17th day of September, 1996 by SHARAVEEN RUSH, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a STATE OF FLORIDA DRIVERS LICENSE as identification.

NOTARY PUBLIC:

SIGN: Guadalupe H. BeltramiPRINT: Guadalupe H. Beltrami
STATE OF FLORIDA AT LARGE

Guadalupe H. Beltrami
My Commission C0077001
Expires Aug. 14, 2000

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

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First-That RUSHILL ENTERPRISES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of MIAMI, County of DADE, State of Florida, has named SHARAVEEN RUSH, at 470 NORTHWEST 136TH STREET, in the City of NORTH MIAMI, County of DADE, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

BY: Sharaveen Rush
SHARAVEEN RUSH

DATE: _____

96 SEP 20 PM 12:01
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Stanley B. Lewis
Attorney-At-Law
6255 N.W. 7th Avenue
Miami, FL 33150
FL BAR# 0797022
ARTICLES/

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