

10/04/96 16:02

22 22

SHEAR, NEWMAN, HAHN & ROSENKRANZ, P.A.

10/11/96

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H96000014023 1)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: SHEAR, NEWMAN, HAHN & ROSENKRANZ, P.A.
CONTACT: LISA H ROSS
PHONE: (813)228-8530

ACCT#: 075350000123

FAX #: (813)221-9122

NAME: REED EXPORTS AND IMPORTS, INC.
AUDIT NUMBER.....H96000014023
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1
CERT. COPIES.....0

PAGES..... 4
DEL.METHOD.. FAX
EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Alt-z FOR HELP* ANSI

* FDX * 9600 E71 * LOG CLOSED * PRT OFF * LINE

RECEIVED

95 OCT -7 AM 7:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

096A - 45604

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 OCT -7 AM 9:48

FILED

10-7-96
TB

ARTICLES OF INCORPORATION
OF
REED EXPORTS AND IMPORTS, INC.

The undersigned, acting as incorporator of **REED EXPORTS AND IMPORTS, INC.**, under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the Corporation is:

REED EXPORTS AND IMPORTS, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation by the Department of State of the State of Florida.

ARTICLE III. DURATION

The term of existence of the Corporation is perpetual.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 100,000 shares of Common Stock having a par value of \$1.00 per share. The Board of Directors may authorize shares to be issued for any consideration described in Section 607.0621, Florida Statutes, or otherwise provided by law.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The address of the registered office of the Corporation is 5403 Avenue Simone, Tampa, Florida 33549. The Corporation's initial registered agent at the registered office is Jay Rohatgi.

Prepared by:

Debra L. Boje, Esquire
Shear, Newman, Hahn & Rosenkranz, P.A.
201 E. Kennedy Blvd., 10th Floor
Tampa, Florida 33602
Fla. Bar #: 949604
(813) 228-8530

ARTICLE VI. MAILING ADDRESS AND PRINCIPAL OFFICE

The mailing address and the address of the principal office of the Corporation is 5403 Avenue Simone, Tampa, Florida 33549.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Patt L. Rohatgi	5403 Avenue Simone Tampa, FL 33549

ARTICLE VIII. BOARD OF DIRECTORS

The Corporation shall have four (3) directors initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws, but shall never be less than one (1). The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Patt L. Rohatgi	5403 Avenue Simone Tampa, FL 33549
Santu Rohatgi	5403 Avenue Simone Tampa, FL 33549
Jay Rohatgi	5403 Avenue Simone Tampa, FL 33549

ARTICLE IX. BYLAWS

Either the board of directors or the shareholders may adopt, alter, amend, or repeal bylaws; provided, however, the board of directors may not amend or repeal any bylaw adopted by the shareholders, if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the board of directors.

ARTICLE X. AMENDMENTS

The Corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law; provided, however, the unanimous consent of the shareholders is required to amend Articles IX and X of these Articles of Incorporation.

The undersigned incorporator has executed these Articles of Incorporation this 4th day of October, 1996.


Patt L. Rohatgi
Incorporator

[0271710.WP]

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is: **REED EXPORTS AND IMPORTS, INC.**
2. The name and address of the registered agent and office is:

Jay Robertgi
5403 Avenue Simone
Tampa, FL 33549

FILED
96 OCT - 7 AM 9:48
SECRETARY OF STATE
TAMPA, FLORIDA

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.



Jay Robertgi

Date: 10/24/96

P96000082428

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H96000014516 4))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: SHEAR, NEWMAN, HAHN & ROSENKRANZ, P.A.
CONTACT: LISA H ROSS
PHONE: (813)228-8530

ACCT#: 075350000123

FAX #: (813)221-9122

NAME: REED EXPORTS AND IMPORTS, INC.

AUDIT NUMBER.....H96000014516

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Alt-Z FOR HELP" ANSI ° FDX ° 9600 E71 ° LOG CLOSED ° PRT OFF ° LINE

00500, 00135, 00671

Corporation/
Linda

FILED
96 OCT 16 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

October 16, 1986

REED EXPORTS AND IMPORTS, INC.
8403 AVENUE SIMONE
TAMPA, FL 33649

SUBJECT: REED EXPORTS AND IMPORTS, INC.
REF: P96000082428

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

The document is illegible and not acceptable for microfilming.

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 (804) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: 896000014516
Letter Number: 796A00047480

SHEAR, NEWMAN, HAHN & ROSENKRANZ
PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

FIRST OF AMERICA PLAZA
 201 EAST KENNEDY BLVD
 TENTH FLOOR
 TAMPA, FLORIDA 33602
 POST OFFICE BOX 2378
 TAMPA, FLORIDA 33601
 (813) 228-8630
 FAX (813) 221-9122

MILDRED BEAM-RUCKER
 DEBRA L. BOJE
 CLENN M. BURTON
 JEFFREY DAWW BUTT*
 JOSEPH FRANCIS DIACCI, JR.
 SCOTT F. DISTASIO
 GARY W. FLANAGAN
 JAMES A. FREEMAN*
 WILLIAM S. HAHN*
 ELIZABETH TAYLOR HEAD
 THOMAS M. HOLLER

*BOARD CERTIFIED CIVIL TRIAL LAWYER
 *BOARD CERTIFIED IN TAXATION
 *CERTIFIED CIRCUIT COURT MEDIATOR
 *BOARD CERTIFIED REAL ESTATE LAWYER

KIMBERLY D. MOLLADAY
 BRUCE DOUGLAS LAMB
 ROLAND J. LAMB*
 RODNEY W. MORGAN
 JERRY L. NEWMAN**
 MARK J. RACULA
 STANLEY W. ROSENKRANZ*
 MARILYN D. SANDSOM
 KELLY JO SCHMIDT
 CHRISTOPHER J. SCHULTE
 L. DAVID SHEAR

OF COUNSEL:
 DANIEL J. GIBBY
 LEONARD L. KLEINMAN

TELECOPIER TRANSMITTAL

Number of pages comprising this transmittal: 4

If you do not receive all pages, please call Ext. 166

DATE: October 16, 1996

TO: Ms. Linda Stitt
 Corporate Specialist

FAX NO.: (904) 922-4000

FROM: Phyllis A. Miller, CLA

RE: Reed Exports and Imports
 Fax Audit #: 96000014516
 Our File No.: R116-9052

Dear Ms. Stitt:

Enclosed please find the Articles of Correction (the "Articles") sent for electronic filing earlier today. These Articles are being resent pursuant to your letter (copy attached), which indicated the Articles were illegible.

Hopefully, the Articles will now be able to be "filed."

If you have any further questions or comments regarding this matter, please do not hesitate to contact me.

CONFIDENTIALITY NOTE

The information contained in this facsimile message may be legally privileged and confidential information intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution or copy of this telecopy is strictly prohibited. If you have received this telecopy in error, please immediately notify us by telephone and return the original message to us at the address above via the United States Postal Service. Thank you.

RECEIVED

96 OCT 16 PM 4:27

DIVISION OF CORPORATIONS

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H96-14516

ARTICLES OF CORRECTION

FILED
96 OCT 16 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as President of **REED EXPORTS AND IMPORTS, INC.**, pursuant to Section 607.0124 of the Florida Statutes, under the Florida Business Corporation Act, files herewith the following Articles of Correction.

1. The document to be corrected is the Articles of Incorporation, and the Certificate of Designation of Registered Agent/Registered Office (the "Certificate"), filed electronically on October 7, 1996, under Audit Number H96000014023, and Document Number: P96000082428.

2. The purpose of these Articles of Correction is to correct (i) the address of the registered office of the Corporation in Article V of the Articles of Incorporation, from 5403 Avenue Simone, Tampa, FL 33549, to 5403 Avenue Simone, Lutz, FL 33549, (ii) the mailing address and the address of the principal office of the Corporation in Article VI of the Articles of Incorporation, from 5403 Avenue Simone, Tampa, FL 33549, to 5403 Avenue Simone, Lutz, FL 33549, (iii) the address of the incorporator in Article VII of the Articles of Incorporation, from 5403 Avenue Simone, Tampa, FL 33549, to 5403 Avenue Simone, Lutz, FL 33549 (iv) the addresses of the initial directors in Article VIII of the Articles of Incorporation from 5403 Avenue Simone, Tampa, FL 33549, to 5403 Avenue Simone, Lutz, FL 33549, and (v) the address of the registered agent in the Certificate from 5403 Avenue Simone, Tampa, FL 33549, to 5403 Avenue Simone, Lutz, FL 33549, filed with the Articles

Prepared By:

Debra L. Boje, Esquire
Shear, Newman, Hahn & Rosenkranz, P.A.
201 E. Kennedy Blvd., Suite 1000
Tampa, Florida 33602
Florida Bar # 949604
(813) 228-8530

of Incorporation. The foregoing addresses shown in the Articles of Incorporation and the Certificate, as filed, inadvertently indicated the wrong city.

The undersigned has executed these Articles of Correction this 15th day of

October, 1986.

NEED EXPORTS AND IMPORTS, INC.

By Patt L. Komatch
PATT L. KOMATCH
Its: President

[276753]

H96000014516