

196000 87673

JOHN L. TOMLINSON, C.P.A., P.A.
 THE UPTOWN OFFICE PARK AT
 500 WEST CYPRESS CREEK ROAD
 SUITE 455
 FORT LAUDERDALE, FLORIDA 33309
 (954) 771-9336

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Red Chestnut
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
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 (Corporation Name) (Document #) 300001982169--4
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 (Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
 96 OCT 21 AM 9:16
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

16/24

Examiner's Initials	
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Articles of Incorporation

ARTICLE I - NAME

The name of this corporation is Red Chestnut, Inc.

ARTICLE II - PRINCIPAL OFFICE

The street address of the initial principal office of this corporation is 500 West Cypress Creek Road, Suite 455, Fort Lauderdale, Florida 33309.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 500 West Cypress Creek Road, Suite 455, Fort Lauderdale, Florida 33309 and the name of the initial registered agent of this corporation at this address is John L. Tomlinson.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the by-laws. The names and addresses of the of the initial Board of Directors of this corporation are

Name

Address

John L. Tomlinson

500 West Cypress Creek Road, Suite 455
Fort Lauderdale, Fl 33309

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ARTICLE IX - INCORPORATORS

The name and address of each person signing these Articles is:

<u>Name</u>	<u>Address</u>
John L. Tomlinson	500 West Cypress Creek Road, Suite 455 Fort Lauderdale, Fl 33309

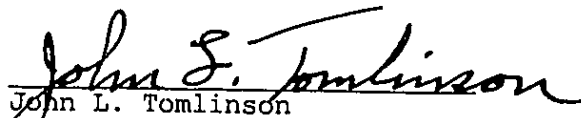
ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision in these Articles of Incorporation, or any amendment hereto, and right conferred upon the shareholders is subject to this reservation.

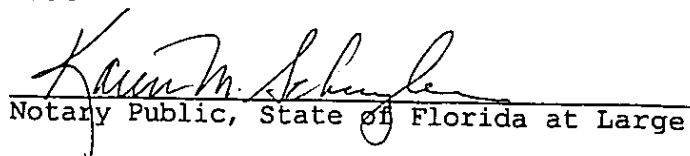
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17 day of October, 1996.


John L. Tomlinson

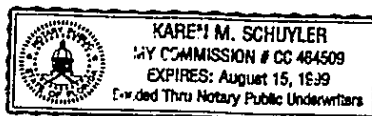
State of Florida
County of Broward

Before me, a Notary Public authorized to take acknowledgments in the State of Florida and County of Broward, personally appeared John L. Tomlinson known to be and by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my and affixed my official seal in the state and County aforesaid, this 17th day of October, 1996


Notary Public, State of Florida at Large

My Commission expires



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

IN COMPLIANCE WITH SECTION 607.034, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED

FIRST THAT **Red Chestnut, Inc.** DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF FORT LAUDERDALE, STATE OF FLORIDA, HAS NAMED John L. Tomlinson, 500 West Cypress Creek Road, Suite 455, Fort Lauderdale, Fl 33309 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

John L. Tomlinson
Corporate Officer

TITLE

President

DATE

10/17/96

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I further agree to comply with provisions of all statutes relative to the proper performance of my duties.

SIGNATURE

John L. Tomlinson
(Resident Agent)

DATE

10/17/96

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TALLAHASSEE FLORIDA