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MAILING ADDRESS:
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WINTER HAVEN, FLORIDA 33883-7604

November 21, 1996

Ms. Sandra Mortham
Secretary of State
The Capitol
Tallahassee, Florida 32304

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-12/02/96--01002--005
***122.50 ***122.50

Re: R.I.M. STAR INTERNATIONAL, INC.

Dear Ms. Mortham:

Enclosed herewith for filing are Articles of Incorporation for the above-captioned corporation. A copy of the Articles of Incorporation is also enclosed to be certified and returned to the undersigned.

Our firm's check in the amount of \$122.50 is enclosed to cover the following costs:

Filing Fee.....	\$ 35.00
Certified Copy.....	52.50
Registered Agent Form.....	<u>35.00</u>
Total	\$122.50

Thank you for your cooperation in this matter.

Sincerely,

J. KELLY KENNEDY

JKK/bc

Enclosures

xc: James E. Motz

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 27 AM 10:12

of 12/4/96

ARTICLES OF INCORPORATION
OF

R.I.M. STAR INTERNATIONAL, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned subscriber to these Articles of Incorporation, competent to contract, hereby forms a professional corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is R.I.M. STAR INTERNATIONAL, INC.
The mailing address is: 608 Roby Court, Dundee, Florida 33838.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to issue is 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 608 Roby Court, Dundee, Florida 33838, and the name of the initial registered agent of this corporation at that address is TROY S. QUINN.

ARTICLE V - INITIAL BOARD OF DIRECTORS

There shall be a Board of Directors for this corporation which shall consist of four Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than two. The names and addresses of the members of the initial Board of Directors are:

TROY S. QUINN
608 Roby Court
Dundee, Florida 33838

JAMES E. MOTZ
202 Lakeview Drive
Auburndale, Florida 33823

LARRY D. DAWS
1059 Shoreline Circle
Cicero, Indiana 46034

GREG A. TRIMNELL
50 Britton Street
Babson Park, Florida 33827

ARTICLE VI - SUBSCRIBER

The names and addresses of the Subscribers to these Articles of Incorporation are:

TROY S. QUINN
608 Roby Court
Dundee, Florida 33838

JAMES E. MOTZ
202 Lakeview Drive
Auburndale, Florida 33823

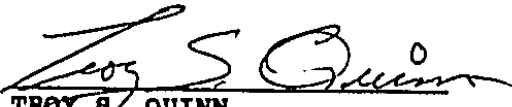
LARRY D. DAWS
1059 Shoreline Circle
Cicero, Indiana 46034

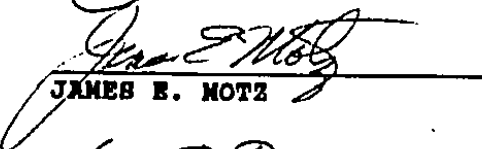
GREG A. TRIMNELL
50 Britton Street
Babson Park, Florida 33827

The original Subscribers of this corporation may sell, exchange, assign, or transfer all of the stock subscribed for in these Articles of Incorporation, and deliver these Articles of Incorporation, together with the good will and corporate franchises of this corporation to the transferees or assignees; and in such event, the office and term for each Director designated in this certificate to be held or exercised as originally named shall

thereupon expire and a new election shall be called and hold by the transferees for the election of new directors to hold office until their successors are elected and qualify thereafter in due course from time to time.

IN WITNESS WHEREOF, the subscribers have hereunto set their hands and seals and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 18th day of November, 1996.


TROY S. QUINN


JAMES E. MOTZ


LARRY D. DAWS

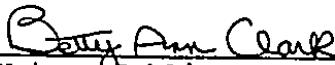

GREG A. TRIMNELL

STATE OF FLORIDA

COUNTY OF POLK

The foregoing instrument was acknowledged before me this 18th day of November, 1996, by TROY S. QUINN, JAMES E. MOTZ, LARRY D. DAWS, and GREG A. TRIMNELL, who have produced Indiana and Florida Driver's Licenses as identification.




Notary Public
Printed Name: Betty Ann Clark
(Affix notary seal)

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

96 NOV 27 AM 10:12

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First--That R.I.M. STAR INTERNATIONAL, 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 Dundee County
of Polk, State of Florida
has named TROY S. QUINN

located at 608 Roby Court, Dundee, Florida 33838
(Street address and number of building,
Post Office Box address not acceptable)

City of Dundee, County of Polk,
State of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGMENT: (Must be signed by designated agent)

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

BY:


TROY S. QUINN
(Resident Agent)