

P96000/00514

Requestor's Name

- R.E.S Distributors Inc.
6342 Forest Hill Blvd. #240
- West Palm Beach Fl. 33415

000001950710
-09/18/95--01076--003
****122.50 ****122.50

Office Use Only

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(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

W-19760
LR 9-19

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 19, 1996

CRAIG ALLAN REEVES
6342 FOREST HILL BLVD
#240
WEST PALM BEACH, FL 33415

SUBJECT: R & S DISTRIBUTORS INC.
Ref. Number: W96000019760

We have received your document for R & S DISTRIBUTORS 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 696A00043336

_____ <p style="text-align: center;">Requestor's Name</p> <hr/> <p style="text-align: center;">Glenn Rosenberg 11043 NW 2nd Court Coral Springs, FL 33071</p> <hr/> City/State/Zip Phone #	Office Use Only
--	------------------------

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

1. _____
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

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

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

122.50
 688, 706, 2287, 671
 W96-22886

REGISTER OCT 28 1996

Examiner's Initials	
---------------------	--



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 28, 1996

GLENN ROSENBERG
11948 NW 2ND CT
CORAL SPRINGS, FL 33071

SUBJECT: R & S ENTERPRISES, INC.
Ref. Number: W96000022886

We have received your document for R & S ENTERPRISES, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

The corporate fees are as follows:

CORPORATIONS FILING FEES

Profit and NonProfit
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 196A00049635

Glenn A. Rosenberg
Certified Public Accountant

11948 N.W. 2nd Court
Coral Springs, FL 33071
(954)755-9344

December 7, 1996

Florida Department of State
Tallahassee, FL 32314
Taxpayer: R & S Enterprises, Inc.

Dear Ms. Register


We are the accountants for the above referenced taxpayer and are in receipt of your notice dated October 28, 1996 (copy enclosed).

Enclosed please find a copy of a letter from your department informing the taxpayer that the original corporate name requested is unavailable.

Please change the name to R & S Enterprises, Inc. and use the filing fee that was already paid.

If you should have any further questions, please do not hesitate to contact us.

Very truly yours,


Glenn A. Rosenberg CPA

Enclosures

ARTICLES OF INCORPORATION

OF

R+S ENTERPRISES, INC.

ARTICLE 1 - NAME

The Name of the corporation shall be: R+S ENTERPRISES, INC.

ARTICLE 2 - DURATION

This corporation shall exist in perpetuity.

ARTICLE 3 - PURPOSE

General nature of the business and the object and purposes proposed to be transacted and carried on, are to do any and all of the things mentioned herein, as fully and to the same extent as natural person might or could, viz: Engage in any business or activity permitted under the laws of the United States and the State of Florida, including but not to the following:

- a) To take, acquire, buy, hold, own, maintain, work develop, sell, convey, lease, mortgage, exchange, improve and otherwise invest in and dispose of real estate and real property or any interest or rights therein without limit as to the amount; to do all things and engage in all activities necessary and proper or incidental to the business of investing in and developing real estate.
- b) To sell at wholesale and retail and to deal in any manner whatsoever in all types and descriptions of property; to do all things and engage in all activities necessary and proper incidental to the business of investing in and developing real estate.
- c) To conduct and carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing or doing any other work in connection with any and all classes of building and improvements of any kind and nature, whatsoever, including the building, rebuilding, alteration, repairing or improvement of houses, factories, buildings, works or erections of every kind and description whatsoever, including the location, laying out and constructing of roads, avenues, docks, slips, sewers, bridges, wells, walls, canals, railroads or street railways, power plants and generally in all classes of building erections and works, both public and private, or integral parts thereof, and generally to do and perform any and all works as builders and contractors, and with that end in view to solicit, obtain, make, perform and carry out contracts covering the building and contracting business and the work connected therewith.
- d) To manufacture, buy, sell, trade, and deal in all and every kind of material product, manufactured and unmanufactured, iron, steel, wood, brick, cement, granite, stone and other products and materials, including the quarrying of stone, to buy, acquire, hold, use, employ, mortgage, convey, lease, and dispose of patent rights, letter,

patent processes, devices, inventions, trademarks, formulas, goodwill, and other rights; to advances from time to time on bonds secured by mortgage for future advances on real estate, but nothing herein set forth shall give or be construed to give said corporation any banking powers.

- e) To purchase, take and lease, or in exchange, hire or otherwise acquire any real or personal property, rights or privileges suitable or convenient for any of the purposes of this business, and to purchase, acquire, erect and construct, make improvement of building or machinery, stores or works, insofar as the same may be appurtenant to or useful for the conduct of the business as above specified, but only to the extent to which the company may be authorized by the statutes under which it is organized.
- f) To borrow or raise money for any purpose of the company, and to secure the same and interest, or for any other purpose, to mortgage all or any part of the property corporeal or incorporeal rights or franchises of this company now owned or hereafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.
- g) To buy, sell, and generally trade in store, carry and transport all kinds of goods, wares, merchandise, provisions and supplies.

ARTICLE 4 - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE 5 - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE 6 - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6342 FOREST HILL BLVD, STE 210 WPB, FL 33411 and the name of the initial registered agent of this corporation at that address is CRAIG A. REEVES.

ARTICLE 7 - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial directors of the corporation are:

CRAIG REEVES
6342 FOREST HILL BLVD, STE 210
WEST PALM BEACH, FL 33415

ARTICLE 8 - INCORPORATOR

The name and address of the person signing these articles is:

CRAIG REEVES
6342 FOREST HILL BLVD, STE 210
W.P. BEACH, FL 33415

ARTICLE 9 - AMOUNT OF CAPITAL

The amount of capital with which this corporation will begin business will not be less than five hundred dollars (\$500.00).

ARTICLE 10 - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE 11 - CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at the time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE 12 - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE 13 - INDEMNIFICATION

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

ARTICLE 14 - AMENDMENT

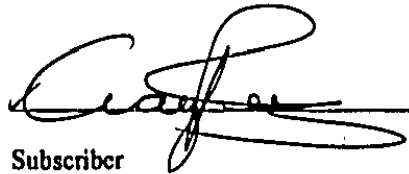
This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE 15 - PRINCIPAL PLACE OF BUSINESS OF CORPORATION

The principal place of business of the corporation is as follows:

R+S ENTERPRISES, INC.
6342 FOREST HILL BLVD STE 200
WPA, FL 33415

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation on this 17 day of OCTOBER, 1996.


Subscriber

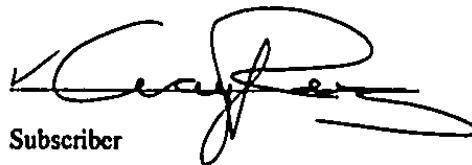
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

First - R+S ENTERPRISES, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation in the County of PALM BEACH, City of WEST PALM, State of Florida has named CRAIG A. REEVES, located at 6312 FOREST HILL BLVD, STE 210 as its agent to accept services of process within this state.

ACKNOWLEDGMENT: (Must be signed by Designated Agent)

Having been named to accept services of process for the above stated corporation, at the 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.


Subscriber