



THE UNITED STATES  
CORPORATION  
COMPANY

P96000103559

ACCOUNT NO. : 072100000032

REFERENCE : 201628 4728359

AUTHORIZATION :

*Patricia Pugh*

COST LIMIT : \$ 122.50

ORDER DATE : December 26, 1996

ORDER TIME : 10:37 AM

ORDER NO. : 201628-005

CUSTOMER NO: 4728359

CUSTOMER: Stephanie R. Conn, Legal Asst  
BUSH ROSS GARDNER WARREN &  
RUDY  
220 South Franklin Street

Tampa, FL 33602

900002038139--9

DOMESTIC FILING

NAME: RONDEN ACQUISITION, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail Williams

EXAMINER'S INITIALS:

EFFECTIVE DATE

*Dec. 24, 1996*

DIVISION OF CORPORATION

96 DEC 26 AM 11:25

RECEIVED

*Dmc*  
*12/26/96*

ARTICLES OF INCORPORATION  
OF  
RONDEN ACQUISITION, INC.

FILED  
96 DEC 26 PM 3:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of the captioned corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

EFFECTIVE DATE

Corporate Name and Principal Office

Dec. 24, 1996

The name of this corporation is RONDEN ACQUISITION, INC. and its principal office and mailing address is 989 West Kennedy Blvd, Suite 201, Orlando, Florida 32819.

ARTICLE II

Commencement of Corporate Existence

The corporation shall come into existence on December 24, 1996.

ARTICLE III

General Nature of Business

The corporation may transact any lawful business for which corporations may be incorporated under Florida law.

#### ARTICLE IV

##### Capital Stock

The aggregate number of shares of stock authorized to be issued by this corporation shall be 7,500 shares of common stock, each with a par value of \$1.00. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the corporation upon liquidation or dissolution.

#### ARTICLE V

##### Initial Registered Office and Agent

The street address of the initial registered office of the corporation shall be 220 South Franklin Street, Tampa, Florida 33602, and the initial registered agent of the corporation at such address is John N. Giordano.

#### ARTICLE VI

##### Incorporator

The name and address of the corporation's incorporator is:

Name

Address

Stephanie Conn

220 South Franklin Street  
Tampa, Florida 33602

## ARTICLE VII

### By-Laws

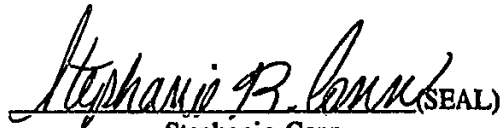
The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the corporation.

## ARTICLE VIII

### Indemnification

If in the judgment of a majority of the entire Board of Directors, (excluding from such majority any director under consideration for indemnification), the criteria set forth in §607.0850(1) or (2), Florida Statutes, as then in effect, have been met, then the corporation shall indemnify any director, officer, employee or agent thereof, whether current or former, together with his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by §607.0850, as then in effect, or by any successor law thereto.

IN WITNESS WHEREOF, the undersigned has executed these Articles this \_\_\_\_ day of December 1996.

 (SEAL)  
Stephanie Conn

0113664.01

**CERTIFICATE DESIGNATING  
REGISTERED AGENT**

**FILED**

96 DEC 26 PM 3:51

Pursuant to the provisions of §§48.091 and 607.0501, Florida Statutes, **RONDEN ACQUISITION, INC.**, desiring to organize under the laws of the State of Florida, hereby designates John N. Giordano, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 220 South Franklin Street, Tampa, Florida 33602, the business office of its Registered Agent, as its Registered Office.

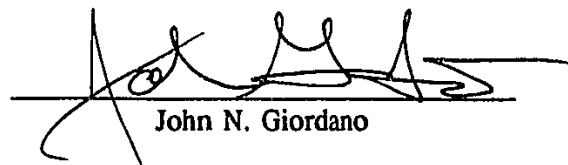
**RONDEN ACQUISITION, INC.**

By

  
Stephanie Conn, Incorporator

**ACKNOWLEDGMENT**

I hereby accept my appointment as Registered Agent of the above named corporation, acknowledge that I am familiar with and accept the obligations imposed by Florida law upon that position, and agree to act as such in accordance with the provisions of §§48.091 and 607.0505, Florida Statutes.

  
John N. Giordano

0113664.01