

Herbert Z. Marvin
Attorney at Law

Chase Federal Building, Suite 542
7300 North Kendall Drive
Miami, Florida 33156-7840

(305) 670-4777

Facsimile: (305) 670-8090

P9700001954

200002043792--5
-01/03/97--01014--002
****122.50 ****122.50

Florida Department of State
P. O. Box 6327
Tallahassee, FL 32314

RE: Red Chip, Inc.

200002043792--5
-01/03/97--01014--002
****122.50 ****122.50

Dear Sir:

Enclosed please find the original and one executed copy of the Articles of Incorporation of the above company, together with a check payable to you in the amount of \$122.50 for the filing, etc.

After incorporation, please transmit the usual certified copy to this office.

Thank you for your cooperation.

Yours very truly,



Herbert Z. Marvin

HZM:dab

Enclosures

FILED
97 JAN -2 AM 8:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION

OF

RED CHIP, INC.

ARTICLE I

The name of this corporation is: **RED CHIP, INC.**

ARTICLE II

The principal office of this corporation shall be at: **150 Sterling Drive, Tavernier, FL 33070** with the privilege of having branch offices at any other place within and without the State of Florida.

ARTICLE III

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

ARTICLE IV

The total number of shares of capital stock which may be issued by this corporation is 100 shares, \$1.00 par value. All such stock shall be payable in cash, property, labor, or services at a just value to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE V

The street address and initial registered office and the name of the initial registered agent at such address, of this Corporation, shall be as follows:

Walter Thompson, Jr.

**150 Sterling Drive
Tavernier, FL 33070**

ARTICLE VI

The names and street addresses of each person signing these Articles of Incorporation as a subscriber is as follows:

Walter Thompson, Jr.

**150 Sterling Drive
Tavernier, FL 33070**

FILED
97 JAN -2 AM 8:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VII

The names and street addresses of the first Board of Directors of this Corporation who shall hold office for the first year, or until successors are chosen, shall be:

Walter Thompson, Jr.

150 Sterling Drive
Tavernier, FL 33070

IN WITNESS WHEREOF each undersigned subscriber has executed these Articles of Incorporation this 30 day of December, 1996.

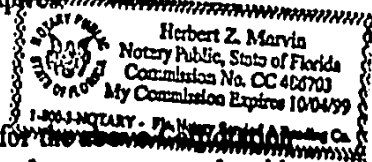
Walter Thompson Jr
Walter Thompson, Jr.

STATE OF FLORIDA)
)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the said State and County above to take acknowledgments, personally appeared **Walter Thompson, Jr.**, to me known to be the person who executed the foregoing Articles of Incorporation and who acknowledged before me that she executed the same.

Witness my hand and official seal in the State and County above named this 30 day of December, 1996.

Herbert Z. Marvin
Notary Public, State of Florida at Large
My Commission Expires



The undersigned, having been named to accept service of process for the above named corporation at the place designated in Article V hereof, hereby accepts such agency and agrees to comply with the provision of the Florida Statutes relative to keeping open said office.

Walter Thompson Jr
Walter Thompson, Jr.

FILED
97 JAN -2 AH 8: 14
SECRETARY OF STATE
TALLAHASSEE FLORIDA