

P97000007175

RANO, CAUVEL & CEELY, P.A.  
ATTORNEYS AT LAW  
233 EAST RICH AVENUE  
DELAND, FLORIDA 32724

FILED  
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TELEPHONE  
(904) 734-2131

ERNEST A. RANO (1907-1980)  
HOWARD L. CAUVEL  
MARY ELLEN CEELY

February 12, 1997

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

100002087971--3  
-02/14/97--01055--011  
\*\*\*\*122.50 \*\*\*\*122.50

RE: RTS CONVERTERS, INC.  
Articles of Incorporation

Gentlemen:

Enclosed is the original and one copy of the Articles of Incorporation for the above-referenced corporation, together with my firm check in the amount of \$122.50, to cover costs as follows:

Filing fee	35.00
Certified copy of Articles	52.50
Designation of Registered Agent	<u>35.00</u>
	\$122.50

Please file these Articles of Incorporation at your earliest convenience and return the certified copy to me.

Very truly yours,  
RANO, CAUVEL & CEELY, P.A.

BY:   
HOWARD L. CAUVEL

HLC/eks  
enclosures

611-097-4020  
2/19/97  
RA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 19, 1997

RANO, CAUVEL & CEELY PA  
233 EAST RICH AVE  
DELAND, FL 32724

SUBJECT: RTS CONVERTERS, INC.  
Ref. Number: W97000004020

We have received your document for RTS CONVERTERS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 997A00008800

ARTICLES OF INCORPORATION  
OF  
RTS CONVERTERS, INC.

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7 MAR 11 AM 8 51  
TALLAHASSEE FLORIDA

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation.

ARTICLE I:

NAME

The name of the corporation is:

RTS CONVERTERS, INC.

ARTICLE II:

DURATION

The term of the existence of the corporation is perpetual.

ARTICLE III:

PURPOSE

This corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV:

CAPITAL STOCK

The total number of shares of stock that this corporation is authorized to have outstanding at any one time is TEN THOUSAND (10,000) shares of common stock, of a single class, having a nominal or par value of TEN CENTS (.10) per share.

ARTICLE V:

PREEMPTIVE RIGHT GRANTED

Each shareholder of any class of stock of this corporation

ARTICLE VI:

REGISTERED OFFICE

The registered office and principal place of business of the corporation shall be 994 Blanding Boulevard, #113, Orange Park, Florida 32065, and RAYMOND K. REYNOLDS, whose business address is identical to such registered office as its registered agent.

ARTICLE VII:

The business of the corporation and the conduct of its affairs shall be managed by its common shareholders and this provision shall be binding upon all common shareholders, its transferees, and assigns, and shall be valid only so long as its shares are not listed on the National Security Exchange or regularly quoted in an over the counter market.

ARTICLE VIII:

The names and addresses of the initial shareholders of the corporation, all of whom are of full age and citizens of the United States are, as follows:

RAYMOND K. REYNOLDS  
1807 Old Daytona Road  
DeLand, FL 32724

ROBIN G. REYNOLDS  
1807 Old Daytona Road  
DeLand, FL 32724

ARTICLE IX:

The principal officers of this corporation shall be a President, Vice-President and Secretary. Additional officers and agents may be appointed or elected as provided by the By-Laws. The names, titles and addresses of the first officers of the corporation who shall hold office subject to the provisions of the Articles of Incorporation, the By-Laws of the corporation, and the laws of the State of Florida, for the first year of the corporation's existence, or until their successors are elected or

ARTICLE X:

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

RAYMOND K. REYNOLDS  
1807 Old Daytona Road  
DeLand, FL 32724

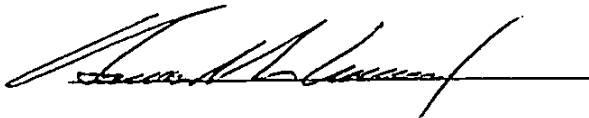
ROBIN G. REYNOLDS  
1807 Old Daytona Road  
DeLand, FL 32724

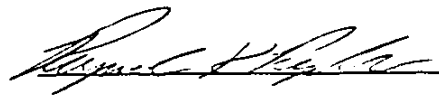
ARTICLE XI:

Amendment to these Articles of Incorporation may be made in the manner provided by law and approved at a shareholders meeting by a majority of the stock entitled to vote thereon, unless all shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


IN WITNESS WHEREOF We, the undersigned subscribers have hereunto set our hands and seals to the above Articles of Incorporation effective this 11<sup>th</sup> day of February, 1997.

Signed, sealed and delivered  
in the presence of:



 (SEAL)

\_\_\_\_\_

 (SEAL)

STATE OF FLORIDA  
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared RAYMOND K. REYNOLDS and ROBIN G. REYNOLDS, to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before

RESIDENT AGENT APPOINTMENT ACCEPTANCE

I, RAYMOND K. REYNOLDS, hereby accept the appointment of registered agent of RTS CONVERTERS, INC. I am familiar with, and accept the obligations of Florida Statutes 607.325.

  
RAYMOND K. REYNOLDS

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STATE OF FLORIDA  
TALLAHASSEE