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RALPH RICHARDS (1893-1980)
JOHN D. FITE
JOHN E. SLAUGHTER, JR.
EMIL G. PRATESI
R. CARLTON WARD
CYNTHIA I. RICE
THEO J. KARAPHILLIS

May 20, 1997

Florida Department of State
Division of Corporations
408 East Gaines Street
20th Floor
Tallahassee, Florida 32301

Re: Reba S., Inc.

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-05/23/97--01092--002
*****122.50 *****122.50

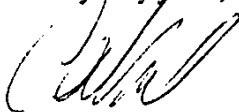
Gentlemen:

Enclosed please find Articles of Incorporation and designation of Registered Agent for the above referenced corporation which we ask that you file as soon as possible. Also enclosed herewith is a check payable to your order in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fees	<u>35.00</u>
	\$122.50

The location of the principal office for the Registered Agent is 435 Roosevelt Boulevard, Tarpon Springs, Florida 34689. Please forward the certified copy of the Articles of Incorporation to the undersigned.

Very truly yours,



R. Carlton Ward

RCW/nat

Enclosures

RE MAY 21

ARTICLES OF INCORPORATION

OF

REBA S., INC.

I.

NAME

The name of this corporation shall be REBA S., INC.

II.

PURPOSE

This corporation is organized to engage in any activity of business permitted under the laws of the United States or of this State.

III.

TERM OF EXISTENCE

This corporation shall begin existence as of the date of filing and shall exist perpetually.

IV.

CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of \$1.00 par value.

V.

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 issuance of fractional shares) at the price at which it is offered to others.

VI.

MAILING ADDRESS

The mailing address of the corporation is: 435 Roosevelt Boulevard, Tarpon Springs, Florida, 34689.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 435 Roosevelt Boulevard, Tarpon Springs, Florida, 34689, and the name of the initial registered agent of this corporation at that address is Wallace W. Ericson.

VIII.

INCORPORATOR

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

Wallace W. Ericson
435 Roosevelt Boulevard
Tarpon Springs, Florida 34689

IX.

INDEMNIFICATION

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

X.

AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21 day of May, 1997.

Wallace W. Ericson
WALLACE W. ERICSON

**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--That Reba S., 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 Tarpon Springs, County of Pinellas, State of Florida, has named Wallace W. Ericson located at 435 Roosevelt Boulevard, City of Tarpon Springs, County of Pinellas, 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: Wallace W. Ericson
WALLACE W. ERICSON
(REGISTERED AGENT)