

PC 7000058470
TRANSMITTAL LETTER
FILED

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

97 JUL -2 PM 1:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

900002229149--7

SUBJECT: Rogewill, Corp
(proposed corporate name)

-07/02/97--01072--014
****122.50 ****122.50

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 122.50.

FROM:

Rogewill, Corp.
Name

8830 N.W. 5th St.
Address

Pembroke Pines, Florida 33024
City, State, & Zip

(954) 432-7812
Telephone Number

Note: Additional copy of articles is needed only when certified copy is requested.

BA
7/3/97

ARTICLES OF INCORPORATION

OF

Rogewill, Corp.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Rogewill, Corp.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8830 N.W. 5th Street
Pembroke Pines, Florida 33024

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One thousand shares (1000) of common stock having par value of one dollar(\$1.00)

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Stephen A. Rogers
8830 N.W. 5th St.
Pembroke Pines, Florida 33024

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Stephen A. Rogers
8830 N.W. 5th Street
Pembroke Pines, Florida 33024

The undersigned has(have) executed these Articles of Incorporation this

30th day of June, 19 97.

Stephen A. Rogers VICE PRESIDENT
Signature/Title

Signature/Title

Signature/Title

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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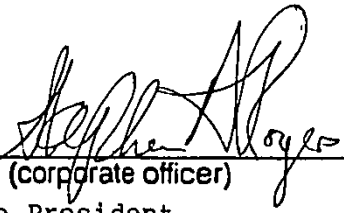
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Rogewill, Corp.

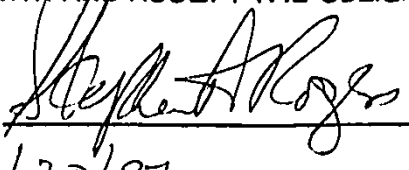
2. The name and address of the registered agent and office is:
Stephen A. Rogers
(NAME)

8830 N.W. 5th Street
(P.O. BOX NOT ACCEPTABLE)

Pembroke Pines, Florida 33024
(CITY/STATE/ZIP)

SIGNATURE 
(corporate officer)
TITLE Vice President
DATE June 30, 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 
DATE 6/30/97