

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

P97000059512
Rainbow
Road, Inc.

000002235660--4
-07/11/97--01033--005
****172.50 ****172.50

Signature _____

Requested by: *LS*

Name _____

Date *7/8*

Time *10:00*

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Name Reservation _____

____ Merger File _____

____ Art. of Amend. File _____

____ RA Resignation _____

____ Dissolution / Withdrawal _____

____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

____ Photo Copy _____

____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

____ Courier _____

RECEIVED
JUL -8 AM 11:37
TALLAHASSEE, FLORIDA

CERTIFICATE OF DOMESTICATION

The undersigned, Dan Cornila, Jr., Vice-President,
(Name) (Title)
of Rainbow Road, Inc. a foreign Corporation,
(Corporation Name)

in accordance with Florida Statutes, section 607.1801 does hereby certify:

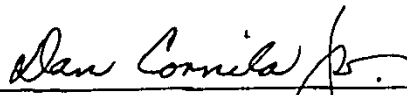
1. The date on which corporation was first formed was August 3, 1977
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was State of Michigan
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Rainbow Road, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to ss. 607.0202 and 607.0401 with this certificate is Rainbow Road, Inc.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was

State of Michigan

I am Vice President, of Rainbow Road, Inc.

and am authorized to sign this certificate of Domestication on behalf of the corporation and have done

so this the 2ND day of July, 19 97


(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$122.50
Total to domesticate and file	\$172.50

ARTICLES OF INCORPORATION
OF
RAINBOW ROAD, INC.

FILED
97 JUL -8 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the corporation shall be RAINBOW ROAD, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 1525 Wilton Lane, Sanibel, Florida 33957.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is 7500 SHARES, consisting of one class only designated as "common stock", with par value of \$1.00 per share.

The stock of the corporation shall be restricted as to transfer as follows, which restriction shall be imprinted upon the stock certificates issued by the corporation:

No stock of the corporation shall be transferred until such transfer has been proposed in writing to the Board of Directors of the corporation by written proposal filed with them stating the number of shares to be transferred, the price per share, and the name of the transferee. The Board of Directors shall within sixty (60) days after receipt of such proposal either consent to the transfer or furnish a purchaser for the shares at the same price. Failure of the Directors to act upon such a proposal within sixty days after receipt thereof shall be deemed to consent by them to the proposed transfer. No such proposed transfer shall be made until the aforesaid sixty (60) days have expired or the Board of Directors have consented thereto.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Dan Cornila, Jr., 1525 Wilton Lane, Sanibel, Florida 33957, and the designated agent by his signature hereon, does hereby accept the appointment as registered agent pursuant to the provisions of §607.0501, Florida Statutes.

ARTICLE V - INCORPORATOR(S)

The number of the directors constituting the initial Board of Directors of the corporation is two, and thereafter the number of directors shall be such number as is fixed from time to time by the by-laws.

The name and street address of the incorporator to these Articles of Incorporation is: Dan Cornila, Jr. 1525 Wilton Lane, Sanibel, Florida 33957 .

ARTICLE VI - PERIOD OF EXISTENCE

The period of existence is perpetual.

ARTICLE VII - PURPOSE

The purpose or purposes for which this corporation is organized is to engage in any lawful activities within the purposes for which a corporation may be organized under the Florida Business Corporation Law (Chapter 607 of the Florida Statutes).

The undersigned executed these Articles of Incorporation this 2ND day of July, 1997.



Dan Cornila, Jr.
Incorporator and Registered Agent