

897000061802

LETTER OF TRANSMITTAL

DATE: 12 July 1997

FROM:

Riches, Inc  
PO Box 5591  
Titusville, FL 32783

TO:

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

200002239072--6  
-07/16/97--01026--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

200002239072--6  
-07/16/97--01026--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Gentlemen:

Please find enclosed:

1. An original Articles of Incorporation and one copy for the above named corporation.
2. A certified check or money order in the amount of \$ 70.00 for filing fees.

A certified copy is not requested.

Please send responses or receipts concerning this filing to the above address.

Thank you very much.

*Richard D Wilkinson*

Richard D Wilkinson  
Incorporator

FILED  
97 JUL 16 PM 8:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AL JUL 16 1997

ARTICLES OF INCORPORATION  
of

RICHES, INCORPORATED

FILED

97 JUL 16 PM 8:17

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of Incorporation for the purpose of forming a for-profit corporation.

Article 1. The name of the Corporation is:

Riches, Incorporated

Article 2. The principal place of business and mailing address of this corporation is:

POB 5591  
Titusville, FL 32780

Article 3. The corporation is authorized to issue one class of stock, that being 1,000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and address of the corporation's initial registered agent is:

Richard D Wilkinson 4747 S Washington Ave #111, Titusville, FL 32780

Article 5. The name and street address of the incorporator of this corporation is:

Richard D Wilkinson 4747 S Washington Ave #111, Titusville, FL 32780

Article 6. No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

*Richard D Wilkinson*

Richard D Wilkinson  
Incorporator

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED OFFICE AND REGISTERED AGENT**

**FILED**

97 JUL 16 PM 8:17

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name and address of the corporation's registered agent and registered office is:

Richard D Wilkinson  
4747 S Washington Ave #111  
Titusville, FL 32780

Having been named as the 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.

*Richard D Wilkinson*

Richard D Wilkinson  
Registered Agent  
Riches, Inc