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EROCS, Inc.  
4384 NE Skyline Drive  
Jensen Beach, Florida 34957  
(561) 334-0495

August 1, 1997

State of Florida  
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

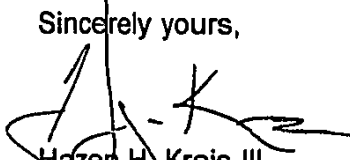
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\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen:

Please find enclosed the following:

1. Check made payable to Secretary of State in the amount of \$122.50.
2. Two (2) copies of "Certificate Designating (or Changing) Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served."
3. Two (2) copies of "Articles of Incorporation of EROCS, INC."

Sincerely yours,

  
Hazen H. Kreis III  
EROCS, INC.

Enc.

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ARTICLES OF INCORPORATION  
OF  
EROCS, INC.

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THE UNDERSIGNED subscribe to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is EROCS, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares having a nominal or par value of One Dollar (\$1.00 per share).

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than Five Hundred Dollars (\$500.00).

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - ADDRESS OF REGISTERED  
OFFICE AND REGISTERED AGENT

The initial street address of the Registered Office of this corporation in the State of Florida is 4384 NE Skyline Drive, Jensen Beach, Florida 34957.

**ARTICLE VII - PRINCIPAL OFFICE  
AND MAILING ADDRESS OF THE CORPORATION**

The initial street address of the principal office and mailing address of this corporation in the State of Florida is 4384 NE Skyline Drive, Jensen Beach, Florida 34957.

**ARTICLE VIII - DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the by-laws adopted by the stockholders.

**ARTICLE IX - INITIAL DIRECTORS**

The names and post office addresses of the members of the first Board of Directors is:

Hazen H. Kreis III	4384 NE Skyline Drive Jensen Beach, Florida 34957
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**ARTICLE X - SUBSCRIBERS**

The names and post office addresses of each subscriber of these Articles of Incorporation, the number of shares of stock that each agrees to take, and the value of the consideration therefore are:

<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Consideration Not Less Than</u>
Hazen H. Kreis III	4384 NE Skyline Drive Jensen Beach, Florida 34957	500	\$500.00

**ARTICLE XI - AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE XII - PRE-INCORPORATION AGREEMENT**

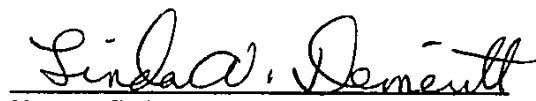
Prior to the filing of these Articles of Incorporation, the subscribers have agreed that they shall cause the corporation to adopt, prior to payment for or issuance of any shares of stock of the corporation, a Section 1244 Stock Plan covering those shares issued pursuant to these Articles.

IN WITNESS WHEREOF, the Undersigned has caused his signature to be placed hereon.

  
HAZEN H. KREIS III

STATE OF FLORIDA            ]  
  ]ss  
COUNTY OF PALM BEACH    ]

I HEREBY CERTIFY that on this 1st day of August, 1997, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared HAZEN H. KREIS III, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation.

  
Notary Public - State of Florida



LINDA A. DEMERITT  
MY COMMISSION # CC345720 EXPIRES  
February 28, 1998  
BONDED TRU TROY FARM INSURANCE, INC.

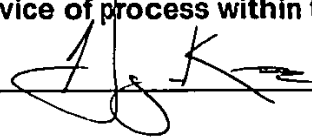
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST, that EROCS, INC....

Desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the city of Jensen Beach, State of Florida, has named HAZEN H. KREIS III, located at 4384 NE Skyline Drive, Jensen Beach, Florida 34957 as its agent to accept service of process within the State of Florida.

Signature: ✓



HAZEN H. KREIS III

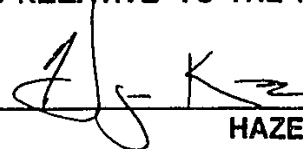
Title: President

Date: ✓

August 4, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

Signature: ✓



HAZEN H. KREIS III

Date: ✓

August 4, 1997

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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