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FILED

97 AUG 22 AM 11:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Reply to:
Post Office Box 49823
Sarasota, Florida 34230-6823

August 20, 1997

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

FILED
8-20-97

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RE: RAMSEY - LaCROSSE, INC.

Ladies/Gentlemen:

Enclosed, in accordance with Chapter 608, Florida Statutes, please find the original and one (1) copy of the executed Articles of Incorporation for the above-named entity for filing with your office. We have enclosed our check in the amount of One Hundred Twenty-two Dollars and 50/100 (\$122.50) to cover the following fees:

Filing Articles of Incorporation:	\$ 35.00
Certified Copy Articles of Incorporation:	52.50
Registered Agent Designation	35.00
	<hr/>
	\$122.50

Kindly forward to the undersigned the certified copy of the Articles of Incorporation, as filed, at your earliest convenience.

Should you have any questions, please feel free to contact our office. Thank you for your assistance in this matter.

Very truly yours,


MICHAEL HRIC

MH:mdh

Enclosures

PH
8/25/97

ARTICLES OF INCORPORATION

OF

RAMSEY - LaCROSSE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation authorized by law to issue shares in the State of Florida, pursuant to the provisions of Chapter 607, of the Florida Business Corporation Act.

First:

1. The name and the address of the individual who will serve as the initial incorporator of the corporation is:

<u>Name</u>	<u>Address</u>
Michael Hric	2801 Fruitville Road, Suite 100 Sarasota, Florida 34237-5301

2. Each said incorporator is at least twenty-one (21) years of age.

Second:

The corporate name of the corporation (hereinafter called the "corporation") is Ramsey - LaCrosse, Inc.

Third:

The purpose for which the corporation is formed which shall include all powers conferred upon corporations organized under the provisions of the Florida Business Corporation Act are as follows:

To engage in any lawful activity for which the corporations may be formed.

To have all the general powers granted to corporations organized under the Florida Business Corporation Act whether granted by specific statutory authority or by construction of law.

Fourth:

The address, including street and number, if any, and the county or municipal area, of the principal business office and mailing address of the corporation within the State of Florida, is:

4631 N.W. 31st Avenue, #273
Ft. Lauderdale, FL 33309

Fifth:

The name and the registered office address including street and number, if any, of the residence agent of the corporation within the State of Florida, is:

Michael Hric
2801 Fruitville Road, Suite 100
Sarasota, FL 34237-5301

Sixth:

The total number of shares of stock which the corporation has authority to issue is one thousand (1,000), all of which are of a par value of One Dollar (\$1.00) each and are designed as common stock.

Seventh:

1. The number of directors of the corporation, until such number shall be changed by the bylaws of the corporation, is two (2).

2. The names of the persons who will serve as directors of the corporation until the first annual meeting of stockholders and until their successors are elected and qualify is as follows:

<u>Name</u>	<u>Address</u>
Sarah Kathern Ramsey	4631 N.W. 31st Avenue, #273 Ft. Lauderdale, FL 33309
Kenneth L. Ramsey	4631 N.W. 31st Avenue, #273 Ft. Lauderdale, FL 33309

Eighth:

This corporation shall commence its existence on the date of subscription and acknowledgment of these Articles and shall exist perpetually thereafter unless sooner dissolved according to law.

Ninth:

The power to adopt, alter, amend or repeal Bylaws of this corporation shall be vested in either the Board of Directors or the shareholders; provided, however, the Board of Directors may not alter, amend or repeal any Bylaw adopted by the shareholders if the shareholders specifically provide that the Bylaw is not subject to alteration, amendment, or repeal by the Board of Directors.

Tenth:

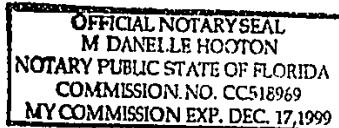
The corporation may indemnify any officer or director, or any former officer or director, to the full extent permitted by law with any such indemnification to be provided in the Bylaws of this corporation, as amended from time to time.

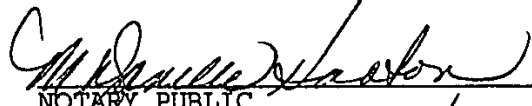
IN WITNESS WHEREOF, I have signed these Articles and acknowledge same to be my act, this 20TH day of AUGUST, 1997.


MICHAEL HRIC

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing Articles of Incorporation were acknowledged before me on this 20TH day of AUGUST, 1997 by MICHAEL HRIC, who is personally known to me or produced as identification and who did not take an oath.




NOTARY PUBLIC
Name Printed: M DANELLE HOOTON
My Commission Expires: 12/17/99
My commission No.: 00578969

Acceptance by Registered Agent of such designation and agreement to perform the duties of such office is attached hereto and is incorporated as an integral part of these Articles of Incorporation.

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING APPOINTMENT DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is Ramsey - LaCrosse, Inc.
2. The name and address of the registered agent and office is:

Michael Hric
2801 Fruitville Road, Suite 100
Sarasota, FL 34237-5301

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.


MICHAEL HRIC

8-20-97
DATE