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OTHER FILINGS Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other	774 3045 P. 2550 W97-17967 D. BROWN AUG 2 7 1997
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Doris Brown
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Doris:

I am returning the Articles of Incorporation to you for Rogers Enterprises, Inc. Since the one year from the date of administrative dissolution/revocation for the previous Rogers Enterprises, Inc. has past, I am requesting you to reconsider my corporation.

If you have any questions please contact me by day at 941-365-6440 or in the evenings at 941-379-9277. Thank you for your time.

Respectfully,

Scott Rogers



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 5, 1997

SCOTT ROGERS 5838 COVINGTON WAY SARASOTA, FL 34232

SUBJECT: ROGERS ENTERPRISES, INC.

Ref. Number: W97000017967

We have received your document for ROGERS ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown Document Specialist

Letter Number: 397A00039672

ARTICLES OF INCORPORATION

OF

ROGERS ENTERPRISES, INC.



The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the corporation is:

Rogers Enterprises, Inc.

2. Principal Office. The principal office of the Corporation is:

5838 Covington Way Sarasota, Florida 34232

3. Mailing Address. The mailing address of the Corporation is:

5838 Covington Way Sarasota, Florida 34232

4. <u>Authorized Shares</u>. The Corporation is authorized to issue 10,000 shares of common stock having a par value of \$1.00 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

- 5. <u>Bylaws</u>. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend, or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.
- 6. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

Scott Rogers 5838 Covington Way Sarasota, Florida 34232

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with the obligations of that position.

7. Incorporator. The name and address of the person of the Corporation is:

Scott Rogers 5838 Covington Way Sarasota, Florida 34232

8. Amendment. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23rd day of July 1997.

Scott Rogers

STATE OF FLORIDA)
COUNTY OF SARASOTA)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared SCOTT ROGERS, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 23rd day of July, 1997.

NOTARY S PUBLIC

PHYLLIS E SHANTZ My Comm Exp 11/07/99 Bonded By Service Ins No. CC508720

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My commission Expires: 11-17-019

SEGNETOR CONTROLL IN

CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

SCOTT ROGERS