

PA7000086288

R. BRUCE WALLACE
ATTORNEY AT LAW

TELEPHONE
(305) 292-1776

500 FLEMING STREET
KEY WEST, FLORIDA 33040

TELECOPIER
(305) 292-1982

September 18, 1997

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: ~~The Roman Co., Inc.~~

700002300657--3
-09/23/97--01034--004
****122.50 ****122.50

Dear Sir or Madam:

I am herewith enclosing for filing an original and one copy of the Articles of Incorporation and a Certificate Designating Registered Office and Registered Agent for The Roman Co., Inc. Please certify the copies and return same to me in the envelope provided herein.

I am also enclosing a money order in the amount of \$122.50 for the appropriate filing fees.

If you have any questions, please contact our office. Your assistance is greatly appreciated.

Sincerely,

Tricia Eables

Tricia Eables
Law Clerk to R. Bruce Wallace

Enclosure

2544-
W97-22019

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -7 AM 9:38

ag 10/7/97

TELEPHONE
(305) 292-1776

R. BRUCE WALLACE
ATTORNEY AT LAW

500 FLEMING STREET
KEY WEST, FLORIDA 33040

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -7 AM 9:30

TELECOPIER
(305) 292-1882

October 1, 1997

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: The Old Roman Co., Inc.
Ref. Number W97000022019

Dear Sir or Madam:

We recently forwarded incorporation papers to your office which were returned due to a name being unavailable. The name of the corporation has now been changed and the documents revised. I am enclosing for filing an original and one copy of the Articles of Incorporation and the Certificate designating the registered agent and office. As per your letter, I am also enclosing a copy of your letter. The filing fee was enclosed with our initial letter and was not returned. I have enclosed a stamped envelope for the documents to be returned to me.

If you have any questions, please contact our office. Your assistance is greatly appreciated.

Sincerely,



Tricia Eables
Law Clerk to R. Bruce Wallace

Enclosures
(via overnight mail)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -7 AM 9:38

September 25, 1997

R. BRUCE WALLACE, ESQUIRE
500 FLEMING STREET
KEY WEST, FL 33040

SUBJECT: THE ROMAN CO., INC.
Ref. Number: W97000022019

We have received your document for THE ROMAN CO., INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 997A00047472

**ARTICLES OF INCORPORATION
OF**

THE OLD ROMAN CO., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -7 AM 9:38

ARTICLE I. CORPORATE NAME

The name of this corporation is The Old Roman Co., Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are 2502 North Roosevelt Blvd., Suite 1, Key West, Florida 33040.

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is five hundred (500), all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent is Roy Ricco, 2502 North Roosevelt Blvd., Suite 1, Key West, Florida 33040.

ARTICLE V. INCORPORATOR

The name and street address of the incorporator of this corporation is Roy Ricco, 2502 North Roosevelt, Suite 1, Key West, Florida 33040.

ARTICLE VI. DIRECTORS

The name and address of the initial director is Roy Ricco, 2502 North Roosevelt Blvd., Suite 1, Key West, Florida 33040. The number of directors may be increased or decreased from time to time as provided in the By-Laws, but shall never be less than one.

ARTICLE VII. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify its officers, directors, employees and agents to the full extent permitted by law.

ARTICLE IX. RESERVATION OF RIGHTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE X. DURATION

The period of its duration is perpetual.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on October 2ND, 1997.

INCORPORATOR:

Roy Ricco
ROY RICCO

STATE OF FLORIDA
COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 2ND day of October, 1997, by Roy Ricco, who is personally known to me or who has produced _____ as identification.



Martha A. Galbraith
MY COMMISSION # CC514061 EXPIRES
December 1, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

Martha A. Galbraith
Notary Public-State of Florida
Printed Name: MARTHA A. GALBRAITH
My Commission Expires:

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

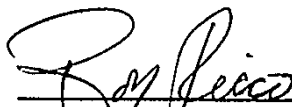
PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: The Old Roman Co., Inc.
2. The name and address of the registered agent and office is:

Roy Ricco
2502 North Roosevelt Blvd.
Suite 1
Key West, Florida 33040

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 obligations of my position as registered agent.

DATED this 2nd day of October, 1997.



ROY RICCO
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -7 AM 9:38