

3

TRANSMITTAL LETTER

797000086576

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

97 OCT -7 FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: RMST Holding Company, Inc.
(Proposed corporate name - must include suffix)

200002314202--7
-10/07/97--01074--020
****131.25 ****131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Thomas F. Woods
Name (Printed or typed)

1725 Mahan Drive
Address

Tallahassee, FL 32308
City, State & Zip

(850) 877-7743 (JEFF)
Daytime Telephone number

CALL WHEN
READY

K. Rolfe OCT - 7 1997

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
RMST HOLDING COMPANY, INC.

FILED
97 OCT -7 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE I - NAME

The name of the Corporation is RMST HOLDING COMPANY, INC., (hereinafter, "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 701 Southeast Sixth Avenue, Suite 100, Delray Beach, Florida 33483.

ARTICLE III - SHARES

The maximum number of shares that this Corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are Gary L. Stark, 701 Southeast Sixth Avenue, Suite 100, Delray Beach, Florida 33483.

ARTICLE V - INCORPORATOR

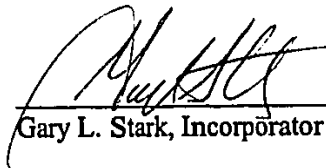
The name and street address of the incorporator of this Corporation is:

Gary L. Stark
701 Southeast Sixth Avenue, Suite 100
Delray Beach, Florida 33483

ARTICLE VI - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 3 day of October, 1997.



Gary L. Stark, Incorporator

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

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.



Gary L. Stark, Registered Agent

10-3-97

Date

FILED
97 OCT -7 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA