

P9700000101447



ACCOUNT NO. : 072100000032

REFERENCE : 618248 128416A

AUTHORIZATION :

Patricia Piguet

COST LIMIT : \$ 70.00

ORDER DATE : December 2, 1997

ORDER TIME : 10:36 AM

ORDER NO. : 618248-005

CUSTOMER NO: 128416A

CUSTOMER: Ms. Patsy Hite
MONTGOMERY LAND COMPANY

300002360833--1

Suite 9
9440 Phillips Highway
Jacksonville, FL 32211

DOMESTIC FILING

NAME: REPSALT OF FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jon A Bowling

EXAMINER'S INITIALS:
DIVISION OF CORPORATION

97 DEC -2 AM 11:31

RECEIVED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -2 PM 2:10

JP
12/2/97

EFFECTIVE DATE

11/23/97

ARTICLES OF INCORPORATION
OF
REPSALT OF FLORIDA, INC.

FILED
SECRETARY OF STATE
CORPORATIONS
97 DEC -2 PM 2:10

The undersigned, for the purpose of forming a Corporation for profit under the laws of the State of Florida, adopts the following Articles of Incorporation:

ARTICLE I

Name

Section 1.1 Name. The name and address of the Corporation shall be Repsalt of Florida, Inc., 13808 Fairlane Court, West Palm Beach, Florida 33414.

ARTICLE II

Duration

Section 2.1 Duration. This Corporation shall exist perpetually. Corporate existence shall commence on the date these Articles of Incorporation are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five business days after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

Purposes

Section 3.1 Purposes. This Corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

Capital Stock

Section 4.1 Authorized Capital. The maximum number of shares of stock which this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

Section 4.2 Restrictions on Transfer of Stock. The shareholders may, by Bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this Corporation as they may see fit.

Section 4.3 Approval of Shareholders Required for Merger. The approval of a majority of the shareholders of this Corporation to any plan or merger or consolidation shall be required in every case, whether or not such approval is required by law.

ARTICLE V

Initial Registered Office and Agent

Section 5.1 Name and Address. The street address of the initial registered office of this Corporation is 13808 Fairlane Court, West Palm Beach, Florida 33414 and the name of the initial registered agent of this Corporation is Jose Martinez.

ARTICLE VI

Directors

Section 6.1 Number. This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one.

Section 6.2 Initial Directors. The name and street address of the first Board of Director of the Corporation is:

Jose Martinez
13808 Fairlane Court
West Palm Beach, Florida 33414

Section 6.3 Compensation. The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the Corporation may also serve the Corporation in any other capacity and receive compensation therefor in any form.

Section 6.4 Indemnification. The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VII

Bylaws

Section 7.1 Bylaws. The initial Bylaws of this Corporation shall be adopted by the Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal a Bylaw adopted by the shareholders if the shareholders specifically provide that such Bylaw is not subject to amendment or repeal by the Directors.

ARTICLE VIII

Incorporators

Section 8.1 Name and Address. The name and address of the incorporator signing these articles is:


Jose Martinez
13808 Fairlane Ct.
Wellington, FL 33414

**CERTIFICATE DESIGNATING REGISTERED OFFICE
AND REGISTERED AGENT
FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -2 PM 2:10

In compliance with Florida Statutes SS48.091 and 607.0501, the following is submitted:

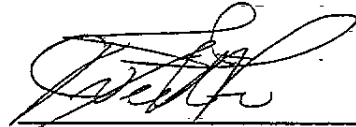
Repsalt of Florida, Inc.. desiring to organize or qualify under the laws of the State of Florida, hereby designates Jose Martinez as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 13808 Fairlane Court, West Palm Beach, Florida 33414.



Jose Martinez

Date: 11-23-97

Having been named to accept service of process of the above state 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.



Jose Martinez/ INCORPORATOR

Date: 11-23-97