TRANSMITTAL LETTER

P97000106226

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

500002374845---7 -12/17/97--01052--011 ******78.75

| SUBJECT: | Hoover/Raleigh Holdings, Inc. (Proposed corporate name - must include suffix) |
|----------|---|
| | |

| Enclosed is an o | original and | lone(1) | copy | of the | articles | of in | ncorpo | oration | and a | check f | or: |
|------------------|--------------|---------|------|--------|----------|-------|--------|---------|-------|---------|-----|
| | | | | | | | | | | | |

- \$70.00 Filing Fee
- □ \$78.75
- Filing Fee
- & Certificate
- □\$122.50
- **□** \$131.25
- Filing Fee
- Filing Fee,
- & Certified Copy
- Certified Copy
- & Certificate

ADDITIONAL COPY REQUIRED

FROM: Name (Printed or typed)

5750 Collins Ave. 4-A

Miami Beach FL 33140
City, State & Zip

(305) 865 - 2927

Daytime Telephone number

SECRETARY OF STATE SECRETARY OF

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

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Hoover/Raleigh Holdings, Inc.

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5750 Collins Ave. #4-A Miami Beach, FL 33140

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 shares

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Noel A. Hoover

5750 Collins Ave. #4-A

Miami Beach, FL 33140

ARTICLE V INCORPORATOR

The <u>name and address</u> of the incorporator to these Articles of Incorporation are:

Noel A. Hoover

5750 Collins Ave. #4-A

Miami Beach, FL 33140

(An additional article must be added if an effective date is requested.)

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

Signature/Registered Agent

December 12, 1997
Date