

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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DIVISION OF CORPORATIONS

97 DEC 23 PM 12:21

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Republic Arabians, Inc.

800002380678-1
-12/23/97-01068-008
****122.50 ****122.50

	EFFECTIVE DATE
Art of Inc. File	<u>12-18-97</u>
LTD Partnership File	
Foreign Corp. File	
L.C. File	
Fictitious Name File	
Trade/Service Mark	
Merger File	
Art. of Amend. File	
RA Resignation	
Dissolution / Withdrawal	
Annual Report / Reinstatement	
Cert. Copy	
Photo Copy	
Certificate of Good Standing	
Certificate of Status	
Certificate of Fictitious Name	
Corp Record Search	
Officer Search	
Fictitious Search	
Fictitious Owner Search	
Vehicle Search	
Driving Record	
UCC 1 or 3 File	
UCC 11 Search	
UCC 11 Retrieval	
Courier	

Signature

Requested by:

Kim 12/23/97 10:30

Name Date Time

Walk-In Will Pick Up

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DIVISION OF CORPORATIONS

RP
12-23-97

ARTICLES OF INCORPORATION OF
REPUBLIC ARABIANS, INC.

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ARTICLE ONE - NAME

The name of this corporation is: REPUBLIC ARABIANS, INC.

ARTICLE TWO - DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of the date of execution of these Articles of Incorporation.

ARTICLE THREE - PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE FOUR - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE FIVE - PRINCIPAL OFFICE

The principal office of this corporation is:

20930 Hunter Hill Drive
Trilby, Florida 33593

EFFECTIVE DATE
12-18-97

ARTICLE SIX - REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office is Richard S. McIver, c/o Kass Hodges, P.A., 1505 N. Florida Avenue, Tampa, Florida 33602.

ARTICLE SEVEN - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Candace Westlake

P.O. Box 809
Trilby, FL 33593

Donna Arsenault

P.O. Box 809
Trilby, FL 33593

Lisa Gay

P.O. Box 28
Lakeland, FL 33802

ARTICLE EIGHT - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Richard S. McIver, c/o Kass Hodges, P.A., 1505 N. Florida Avenue, Tampa, Florida 33602.

ARTICLE NINE - AMENDMENT

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

ARTICLE TEN - BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE ELEVEN - INFORMAL SHAREHOLDER ACTION

The holders of outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704.

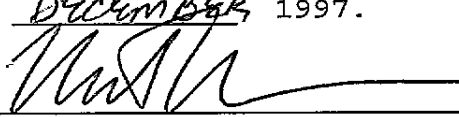
ARTICLE TWELVE - PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

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ARTICLE THIRTEEN - CUMULATIVE VOTING

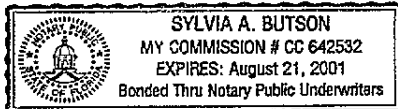
In any election of directors by the shareholders, each shareholder of record entitled to vote shall have the right to cumulate his shares and to give one candidate as many votes as shall equal the number of directors to be elected multiplied by the number of shares owned by such stockholder, or to distribute them on the same principal among as many candidates as he sees fit; provided, however, that notice shall be given by any shareholder to the President or a Vice President of the Corporation not less than twenty-four (24) hours before the item fixed for the holding of the meeting for the election of directors that he intends to accumulate his votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the Bylaws of this corporation.


IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 18 day of December, 1997.


Richard S. McIver, as Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH


The foregoing Articles of Incorporation were acknowledged before me this 18th day of December, 1997, by Richard S. McIver.




NOTARY PUBLIC - STATE OF FLORIDA

ACCEPTANCE AND ACKNOWLEDGEMENT

I hereby accept to act as registered agent, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept the obligations of Section 607.0505, Florida Statutes.


Richard S. McIver, as
Registered Agent