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**GUDRUN MARIA NICKEL, P.A.**  
 350 Fifth Avenue South  
 Suite 200  
 NAPLES, FLORIDA 34102

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1. \_\_\_\_\_ (Corporation Name) (Document #)
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

98 AUG 12 PM 12:09  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

**FILED**

AUG 14 1998

Examiner's Initials	
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**ARTICLES OF INCORPORATION  
OF  
RITTER USA CORPORATION**

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

**FILED**  
98 AUG 12 PM 12:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I - Name**

The name of the corporation is **RITTER USA CORPORATION**. The principal place of business of the corporation is 5770 Enterprise Parkway, Fort Myers, Florida 33905. The mailing address of the corporation is 5770 Enterprise Parkway, Fort Myers, Florida 33905.

**ARTICLE II - Commencement and Duration**

The corporation is to commence its corporate existence on the date of filing, and shall exist perpetually thereafter until dissolved according to law.

**ARTICLE III - Purpose**

The corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV - Stated Capital - Classes of Stock**

The corporation is authorized to issue 1000 shares of common stock at \$1.00 par value.

**ARTICLE V - Stock Ownership**

In the event stock is held jointly by more than one person or entity, one owner of that jointly-held stock shall be designated as the owner authorized to cast his or her vote.

**ARTICLE VI - Board of Directors**

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall initially be managed under the direction of, the board of directors of corporation. There shall be one (1) initial director(s) as follows:

ARNO HEINZ RITTER

5770 Enterprise Parkway  
Fort Myers, Florida 33905

**ARTICLE VIII - Officers**

The initial officer(s) of the corporation shall be as follows:

ARNO HEINZ RITTER - President/Secretary/Treasurer  
PAMELA GALBREATH - Vice President

**ARTICLE IX - Indemnification**

The corporation shall indemnify any officer or director, or person exercising powers and duties of an officer or director, to the full extent now or hereafter permitted by law.

**ARTICLE X - Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

**ARTICLE XI - Pre-emptive Rights**

Every shareholder, upon the issuance of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

**ARTICLE XII - Amendment**

The Articles of Incorporation may be amended at any time pursuant to the requirements of Florida Statutes, at any regular meeting or at a special meeting called for that purpose.

**ARTICLE XIII - Incorporator**

The name and address of the Incorporator to these articles of incorporation is:

GU DRUN MARIA NICKEL, P.A. 350 Fifth Avenue South  
Suite 200  
Naples, FL 34102

**ARTICLE XIV - Initial Registered Office and Agent**

The street address of the initial registered office of the corporation is 5770 Enterprise Parkway, Fort Myers, Florida 33905, and the name of the initial registered agent of the corporation at that address is Ms. Pamela Galbreath.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these

Articles of Incorporation this 20<sup>th</sup> day of July, 1998.

GUDRUN MARIA NICKEL, P.A.

By: [Signature]  
Gudrun M. Nickel

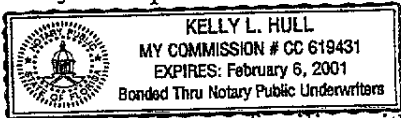
STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was subscribed to before me this 20<sup>th</sup> day of July, 1998, by Gudrun M. Nickel, as President of Gudrun Maria Nickel, P.A., to me personally known (or who produced \_\_\_\_\_ as identification), who stated under oath that s/he is the person described in and who executed said instrument for the purposes therein expressed.

My Commission Expires:

[Signature]  
Notary Public

Notary Stamp/Seal



Kelly L. Hull  
Type or Print Notary Name  
Notary Number: CC 619431

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

By: [Signature]  
Pamela Galbreath

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TALLAHASSEE COUNTY FLORIDA