

*PR000093783*  
LAW OFFICES OF  
WILLIAM J. DiPETRILLO

5001 Hiatus Road  
Sunrise, Fl. 33351

Tel: (954) 742-6354  
(954) 742-4221  
Fax: (954) 742-5034

Dated: October 20, 1998

Secretary of State  
P.O. Box 6327  
Division of Corporations  
The Capital  
Tallahassee, Fl. 32314

400002672004--1  
-10/26/98--01041--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re. Incorporation Documents

Dear Sir:

Enclosed for filing is an executed copy of the Articles of Incorporation and an executed copy of the registered agent's written acceptance of his appointment as registered agent for Reps International Corp.

Please forward to me a copy of the documents showing the appropriate "Filed" and the time, day, month and year.

Very truly yours,

*William J. DiPetrillo*

Prepared by:  
William J. DiPetrillo  
5001 Hiatus Road  
Sunrise, Fl. 33351

FILED  
98 NOV -5 PM 2:53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*Called  
@ 3:51  
NO ANSWER  
10/26/98*

*[Signature]*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 27, 1998

WILLIAM J. DIPETRILLO  
5001 HIATUS ROAD  
SUNRISE, FL 33351

SUBJECT: REPS INTERNATIONAL CORP.  
Ref. Number: W98000024315

We have received your document for REPS INTERNATIONAL CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Article VIII states there will be 1 director(s), whereas 0 is/are listed.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 798A00052695

**ARTICLES OF INCORPORATION  
OF  
REPS INTERNATIONAL CORP.**

**FILED**  
98 NOV -5 PM 2:53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c) (2) of the Internal Revenue Code.

**Article I. Name.** The name of the Corporation is

**REPS INTERNATIONAL CORP.**

**Article II. Term of Existence.** This corporation shall have perpetual existence.

**Article III. Nature of Business.** This corporation will engage in any legal business permitted under the laws of the United States and of this State.

**Article IV. Capital Stock.** This corporation authorized to issue 1000 shares with \$1.00 par value.

**Article V. Voting Rights.** Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**Article VI. Preemptive Rights.** Every shareholder upon the sale for cash 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 thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**Article VII. Initial Registered Office and Agent.** The Street address of the initial registered office of the corporation is **101 N.E. 41<sup>st</sup> Street, E-69, Ft. Lauderdale, FL 33334.**

The name of the initial registered agent of the corporation at that address is **Dirimo Gonzalez.**

**Article VIII. INITIAL BOARD OF DIRECTORS.** The corporation shall have 1 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by - laws but never less than one.

The name of the Director of the corporation is **Dirimo Gonzalez.**

**Article IX. INCORPORATOR.** The person signing these Articles of Incorporation has the following name and address:

**Dirimo Gonzalez  
101 NE 41<sup>st</sup> Street, E-69  
Ft. Lauderdale, FL 33334**

**Article X. BY-LAWS.** The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

**Article XI. AMENDMENT.** The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

**Article XII.** The street address of the principal place of business is **101 NE 41<sup>st</sup> Street, E-69, Ft. Lauderdale, FL 33334**

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 20 Day of October, 1998.

(Signature) (SEAL)

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared, DIRINO GONZALEZ,

known to be and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the use and purpose therein expressed.

WITNESS my hand and official seal this 20<sup>th</sup> Day of October, 1998.

(Signature)

NOTARY PUBLIC

Commission Expires:



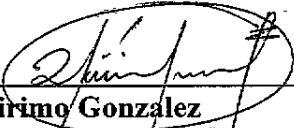
Senia Bortolin  
MY COMMISSION # CC644575 EXPIRES  
May 6, 2001  
BONDED THRU TROY FAIN INSURANCE, INC.

**CONSENT TO APPOINTMENT AS REGISTER AGENT**

TO: FLORIDA SECRETARY OF STATE, Division of Corporations, Department of  
State, Tallahassee, Florida 32304.

I, **Dirimo Gonzalez**, do hereby consent to serve as Registered Agent for the corporation  
**REPS INTERNATIONAL, INC.**

This 20 Day of October, 1998

  
\_\_\_\_\_  
**Dirimo Gonzalez**

Address of Registered Agent:  
101 NE 41<sup>st</sup> Street, E-69  
Ft. Lauderdale, FL 33334

**FILED**  
98 NOV -5 PM 2:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA