

LAW OFFICES
JOHN G. PIERCE
ATTORNEYS & COUNSELORS AT LAW
800 NORTH FERNCREEK AVENUE
ORLANDO, FLORIDA 32803
TELEPHONE (407) 898-4848

P99000035773
April 12, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

100002841691--4
-04/16/99--01035--014
*****78.75 *****78.75

Re: Rock Solid Properties, Inc.

EFFECTIVE DATE
4-12-99

Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation in the above-captioned matter for filing with your division. Please return one certified copy of the Articles to me for my file.

Also enclosed is a check in the amount of \$78.75 for the following costs:

Filing Fee	\$35.00
Designation of Registered Agent	35.00
Certified Copy	8.75

If you have any questions or if I may be of assistance, please call me at (407) 898-4848. Thank you for your cooperation in this matter.

Amy SAVE
AUTHORIZATION BY PHONE TO
CORRECT R/n page (Addresses)
DATE MM
DOC. EXAM MM

Sincerely,

Amy M. Holden
Amy M. Holden
Paralegal

Enclosure

FILED
99 APR 16 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ROCK SOLID PROPERTIES, INC.

EFFECTIVE DATE
4-12-99

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is Rock Solid Properties, Inc.

Article II - Duration

This corporation shall exist perpetually commencing on the date of execution of these Articles, if they shall be filed with the Department of State within five days after execution, and if not, commencing on the date of such filing.

Article III - Purpose

This corporation is organized:

1. To manufacture, construct, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with products, goods, wares, merchandise, real and personal property and services of every kind, class and description.

2. To engage in any activity or business permitted under the laws of the United States and of this State, as the same may be from time to time amended.

Article IV - Capital Stock

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares". No shareholder shall be entitled to preemptive rights.

Article V - Initial Registered Office and

Agent

The street address of the initial registered office of this corporation is 800 N. Ferncreek Avenue, Orlando, Florida 32803, and the name of the registered agent of this corporation at that address is John G. Pierce, Esquire. The principal place of business and the mailing address of this corporation is 800 N. Ferncreek Avenue, Orlando, Florida 32803.

Article VI - Initial Board of Directors

This corporation shall have three (3) directors initially. The number of directors may be diminished from time to time by the by-laws but shall never be less than one or more than three.

The names and addresses of the initial directors of this corporation are:

Thomas P. McClain
294 W. Mountain Rd.
Ridgefield, CT 06877

Deidre McClain
294 W. Mountain Rd.
Ridgefield, CT 06877

T. Michael McClain
294 W. Mountain Rd.
Ridgefield, CT 06877

Article VII - Incorporator

The name and address of the person signing these Articles is: John G. Pierce, Esquire, 800 N. Ferncreek Avenue, Orlando, Florida 32803.

Article VIII-By-laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

Article IX - Meetings by Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

Article X - Action by Directors without a Meeting

The directors of this corporation may take action by written consent, as provided by law.

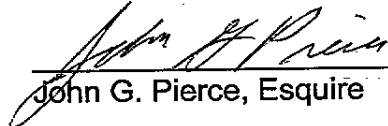
Article XI - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XII - 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 as subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12th day of April, 1999.



John G. Pierce, Esquire

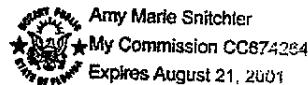
STATE OF FLORIDA
COUNTY OF ORANGE

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared John G. Pierce, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal, in the state and county aforesaid, this 12th day of April, 1999.


Notary Public - State of Florida

My commission expires:



STATE OF FLORIDA

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be served and Names and Addressees of the Officers and Directors.

The following is submitted, in compliance with
Chapter 412.091, Florida Statutes

Rock Solid Properties, Inc., a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 800 N. Ferncreek Avenue, Orlando, Florida, has named John G. Pierce, Esquire, located at 800 N. Ferncreek Avenue, Orlando, Florida 32803, as its agent to accept service of process within this state.

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.


John G. Pierce, Esquire - Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR 16 AM 10:25

FILED