

Law Offices of
Stephen F. Voigt, P.A.
Attorney at Law

2414 Bee Ridge Road
Sarasota, Florida 34239

Telephone (941) 556-2324
Fax (941) 921-2800

P99000076749

August 23, 1999

VIA OVERNIGHT DELIVERY

Florida Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

RE: R & S OF THE GULFCOAST

100002963191-1
-08/25/99--01009--002
*****70.00 *****70.00

Dear Sir/Madam:

I have enclosed for your review and filing the original and one (1) copy of the Articles of Incorporation for R & S OF THE GULFCOAST, and a check in the amount of \$70.00 payable to the Florida Department of State for the following:

Filing Fee for Articles of
Incorporation, F.S. \$35.00

Filing Fee for Resident Agent
F.S. \$35.00

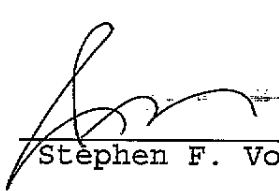
TOTAL: \$70.00

Please return a copy of the Certificate of Incorporation to this office.

Thank you for your prompt attention to and cooperation in this matter.

Very truly yours,

By:


Stephen F. Voigt,

SFV/
Enclosures

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
03 AUG 24 PM 4:16

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
03 AUG 24 PM 4:16

CB
8-27-99
3

ARTICLES OF INCORPORATION
OF
R & S OF THE GULFCOAST, INC.

FILED
99 AUG 24 AM 10:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is R & S OF THE GULFCOAST, INC.

ARTICLE II - TERM

This corporation shall commence to exist on the time of the filing of these Articles of Incorporation by the Department of State of the State of Florida, and shall exist perpetually or until legally dissolved.

ARTICLE III - PURPOSE

This is a corporation for the purposes of conducting any or all lawful business, and doing all acts and things as are incidental to the foregoing or necessary or convenient to carry on the business of the corporation or to effect or promote the purpose for which the corporation is formed.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue SEVEN HUNDRED FIFTY (750) SHARES of ONE DOLLAR (\$1.00) PAR VALUE per share common stock.

ARTICLE V - PRINCIPAL OFFICE

The street address of the principal office of this corporation is 2220 Siesta Drive, Sarasota, FL 34239.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address and the initial registered office of this corporation is STEPHEN F. VOIGT and that address is 2414 BEE RIDGE ROAD, SARASOTA, FLORIDA 34239.

ARTICLE VII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be executed by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation. This corporation shall have no directors.

ONE HUNDRED PERCENT (100%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

RYAN KEITEL
2220 SIESTA DRIVE
SARASOTA, FL 34239

ARTICLE IX - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16 day of August, 1999.

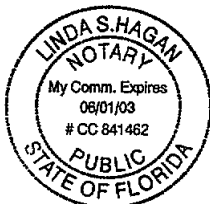
Ryan Keitel
RYAN KEITEL

STATE OF FLORIDA)
) SS.
COUNTY OF SARASOTA)

FILED
99 AUG 24 AM 10:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The foregoing instrument was acknowledged before me this 16 day of August, 1999 by RYAN KEITEL, who is personally known to me or who has produced a Driver's License as identification and who did take an oath.

MY COMMISSION EXPIRES: 6/01/03



Linda S. Hagan
Notary Public
LINDA S. HAGAN
Print Name

CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

STEPHEN F. VOIGT, P.A.

BY: Stephen F. Voigt, Esq.