

JAMES SCHWARTZ
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FILED
SEP 17 AM 7:15
TALLAHASSEE, FLORIDA

P99000083529

September 14, 1999

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

*****2989928--5
-09/17/99--01072--003
*****122.50 *****78.75

Re: Filing New Corporation

Dear Sirs:

Enclosed please find a check in the amount of \$122.50 for filing the attached Articles of Corporation:

Rimari, Inc.

Very truly yours,


JAMES SCHWARTZ, ESQ.

F. CH 893R SEP 22 1999

ARTICLES OF INCORPORATION

OF

Rimari, Inc.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

Rimari, Inc.

The principal place of business of this Corporation shall be 2516-B McMullen Booth Road, Clearwater, FL 33757.

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of voting common stock having \$1 par value per share and 1000 shares and 1000 shares of non-voting common stock having \$1 par value per share.

ARTICLE IV. ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be 2516-B McMullen Booth Road, Clearwater, FL 33757, and the name of the initial registered agent of the Corporation at that address is Richard Johnson who accepts the designation by his signature below. I am familiar with and accept the responsibilities as Registered Agent.

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

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 at the price at which it is offered to others.

ARTICLE VII. DIRECTORS

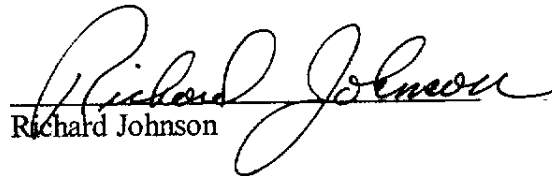
This Corporation shall have no Directors, initially. The affairs of the Corporation will be managed by the shareholders until such time Directors are designated by the Bylaws.

ARTICLE VIII. INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is:

Richard Johnson
2516-B McMullen Booth Road
Clearwater, FL 33757

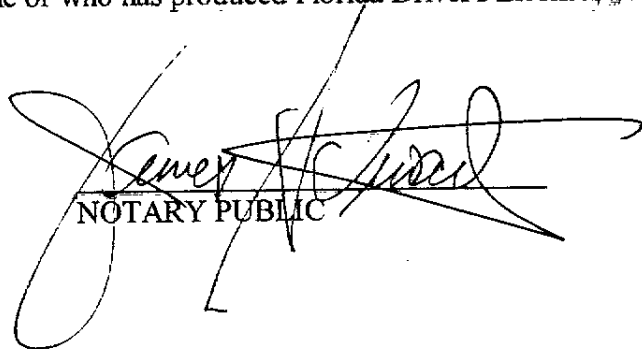
IN WITNESS WHEREOF, the undersigned authorized agent, Richard Johnson, has hereunto set his hand and seal on this 14th day of September, 1999.

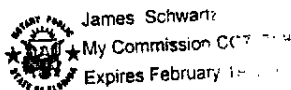

Richard Johnson

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 14th day of September, 1999, by Richard Johnson who is personally known to me or who has produced Florida Driver's Licenses as identification and who did take an oath.

Commission # _____
My Commission Expires: _____


NOTARY PUBLIC



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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