

LAW OFFICES  
**ALLEY, MAASS, ROGERS & LINDSAY, P.A.**

321 ROYAL POINCIANA PLAZA, SOUTH

POST OFFICE BOX 431

PALM BEACH, FLORIDA 33480-0431

(561) 659-1770

FACSIMILE (561) 833-2261

FROM BROWARD (954) 421-1540

FORT LAUDERDALE OFFICE

1600 S.E. 17TH STREET CAUSEWAY

SUITE 404

FORT LAUDERDALE, FLORIDA 33316

(954) 767-0215

FACSIMILE (954) 767-0215

RAYMOND C. ALLEY (1893-1975)

HAROLD G. MAASS (OF COUNSEL)

DOYLE ROGERS

ALAN LINDSAY

EDWARD D. LEWIS

NEAL W. KNIGHT, JR.

DAVID H. BAKER

WILLIAM W. ATTERBURY III

LOUIS L. HAMBY III

ROBB R. MAASS

M. TIMOTHY HANLON

WARREN D. HAYES, SR.

GENE D. LIPSCHER

STUART J. HAFT

KENNETH T. LETSCH

**EFFECTIVE DATE**  
**10-7-99**

October 7, 1999

**P99000090237**

**VIA FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32304

600003010056--8  
-10/08/99-01070-012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: RJS Management, Inc.

Dear Sir or Madam:

Enclosed for filing please find the original and one copy of Articles of Incorporation for the above corporation, together with our check in the amount of \$70.00 for the filing fee and registered agent fee.

Please stamp as filed the enclosed copy of the Articles and return them to me.

Sincerely,

*M. Timothy Hanlon*

M. Timothy Hanlon

MTH/cmc  
Enclosures

**FILED**  
99 OCT - 8 PM 12:36  
SEAL: FORT OF STATE  
TALLAHASSEE, FLORIDA

*10/13/99*

**EFFECTIVE DATE**  
10-7-99

ARTICLES OF INCORPORATION  
OF  
RJS MANAGEMENT, INC.

**FILED**  
99 OCT -8 PM 12:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is RJS MANAGEMENT, INC.

Article II - Duration

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 10,000 shares of ONE DOLLAR (\$1.00) par value common stock.

Article V - Preemptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, 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 VI - Principal Office; Mailing Address

The mailing address of this corporation is 3515 Village Boulevard, Apartment 402, West Palm Beach, Florida 33409.

#### Article VII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 321 Royal Poinciana Plaza, Palm Beach, Florida 33480, and the name of the initial registered agent of this corporation at that address is M. Timothy Hanlon.

#### Article VIII - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one. The names and addresses of the initial directors of this corporation are:

R.J. Schattie  
3515 Village Boulevard, Apartment 402  
West Palm Beach, Florida 33409

Gwen Schattie  
3515 Village Boulevard, Apartment 402  
West Palm Beach, Florida 33409

#### Article IX - Incorporator

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

M. Timothy Hanlon  
321 Royal Poinciana Plaza  
Palm Beach, Florida 33480

#### Article X - Indemnification

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

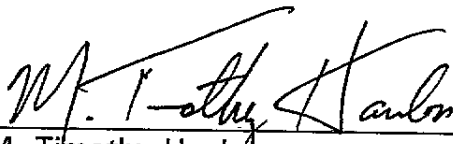
Article XI - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

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 is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7<sup>th</sup> day of October, 1999.

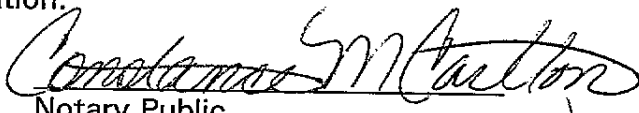
  
M. Timothy Hanlon

STATE OF FLORIDA                     )  
   ) SS:  
COUNTY OF PALM BEACH         )

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of October, 1999 by M. Timothy Hanlon, who is personally known to me or who has produced \_\_\_\_\_ as identification.

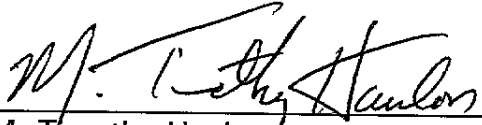


Constance M. Carlton  
MY COMMISSION # CC502045 EXPIRES  
October 25, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

  
Notary Public  
CONSTANCE M. CARLTON  
Notary Public Printed  
My Commission Number: CC502045  
My Commission Expires: 10/25/99

Acceptance of Designation

The undersigned, M. Timothy Hanlon, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.

  
M. Timothy Hanlon

FILED  
99 OCT -8 PM 12:37  
TALLAHASSEE, FLORIDA