P99000 109276

November 17, 1999

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

000003049620--2 -11/19/99--01059--012 ******70.00 ******70.00

Subject:

R. C. ENTERPRISES, INC.

Proposed Corporation Name

Enclosed is an original and one copy of the Articles of Incorporation, a designation of registered agent, and a check for \$70.00, broken down as follows:

Filing of New Corporation

\$ 35.00

Registered Agent Designation

\$ 35.00

Total:

\$ 70.00

From:

ROBERT CHAPMAN

1549 Delaware Avenue NE

St. Petersburg, Florida 33703

99 DEC 20 AN 9: 03



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

December 10, 1999

ROBERT CHAPMAN 1549 DELWARE AVE. N.E. ST. PETERSBURG, FL 33703

SUBJECT: ASI ENTERPRISES, INC. Ref. Number: W99000028283

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

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6927.

Tracy Smith Document Specialist

Letter Number: 299A00058325

ARTICLES OF INCORPORATION

OF

99 DEC 20 M 9: 03
SECKETARY OF STATE
TALLAMASSEE, FLORIDA

RCI ENTERPRISES INC.

The undersigned acting as incorporators of a corporation under the Florida General corporation Act, adopt the following articles of Incorporation for such corporation:

ARTICLE I

The name and address of the corporation is:

RCI ENTERPRISES, IUC.

1549 Delaware Avenue NE St. Petersburg, Florida 33703

ARTICLE II

This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share, with the consideration to be paid for each share to be in money, properly or services, as may be fixed by the Board of Directors.

ARTICLE IV

The period of duration of the corporation is perpetual.

ARTICLE V

The name and address in this state of the corporation's initial agent for service of process is:

ROBERT CHAPMAN 1549 Delaware Avenue NE St. Petersburg, Florida 3303

ARTICLE VI

This corporation shall have one (1), one Director initially. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the shareholders in accordance with the By-Laws of this corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The Directors may authorize and require the payment of meetings of the Directors. Nothing in this Article shall be construed to preclude the Directors from serving the corporation in any other capacity an receiving compensation therefor.

ARTICLE VII

The name and address of the Director of this corporation is:

ROBERT CHAPMAN 1549 Delaware Avenue NE St. Petersburg, Florida 33703

ARTICLE VIII

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

ROBERT CHAPMAN 1549 Delaware Avenue NE St. Petersburg, Florida 33703

ARTICLE IX

Stock Certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this corporation.

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them at the shareholders meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

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

IN WITNESS WHEREOF, THE UNDERSIGNED does set his hand and has acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 1th day of 1999.

ROBERT CHAPMAN

STATE OF FLORIDA COUNTY OF PINELLAS

Before me, the undersigned authority, personally appeared ROBERT CHAPMAN, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, in said County and State this 7th day of 100 com luc, 1999.

Notary Public

STATE OF FLORIDA

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My Commission Expires:



CERTIFICATE DESIGNATING REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN THIS STATE

Pursuant to Chapter 48, Florida Statutes, the following is submitted, in compliance with said act:

RCI ENTERPRISES, INC., desiring to organize as a corporation under the laws of the State of Florida with its registered office at 1549 Delaware Avenue NE, St. Petersburg, Florida 33703, has named ROBERT CHAPMAN, located at the above registered office as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said offices.

Registered Agent

Date: 12-7-99

FILED

DEC 20 AM 9:

RELIARY OF STATEMENT OF