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January 14, 1997

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*Admitted in N.J. & N.Y. only

PLEASE REPLY TO:
ST. AUGUSTINE

Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32301

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-01/17/97--01042--006
****122.50 ****122.50

Re: REB SALES INTERNATIONAL, INC.

Gentlemen:

Enclosed herewith please find an original and one copy of Articles of Incorporation for the above-named corporation, together with our office check in the amount of \$122.50 to cover the fees as follows:

Filing Fees	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>

\$ 122.50

Please file the original of the Articles and return the certified copy to this office. If you have any questions, please do not hesitate to call. Thank you.

Very truly yours,

George M. McClure,
For the Firm

GMM:mld
enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 17 PM 1:15

eg 1/23/97

ARTICLES OF INCORPORATION

OF

REB SALES INTERNATIONAL, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JAN 17 PM 1:16

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name of the Corporation is: REB SALES INTERNATIONAL, INC. and its address is: 1730 Tree Blvd., #7, St. Augustine, Florida 32086.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 300 shares of common stock. Such shares shall be of a single class and shall have no par value.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 1730 Tree Blvd., #7, St. Augustine, Florida 32086, and the name

of its initial Registered Agent at that address is Richard E. Boyle.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

RICHARD E. BOYLE
1730 Tree Blvd., #7
St. Augustine, Florida 32086

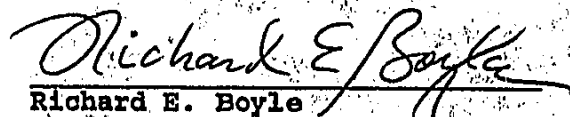
CAROLE H. BOYLE
1730 Tree Blvd., #7
St. Augustine, Florida 32086

Article 7. Incorporators. The name and address of each Incorporator is as follows:

RICHARD E. BOYLE
1730 Tree Blvd., #7
St. Augustine, Florida 32086

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 14 day of Jan, 1997.


Richard E. Boyle

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

THE FOREGOING instrument was acknowledged before me this 14th day of JANUARY, 1997, by RICHARD E. BOYLE, and who:
(notary must check applicable box)

MARY LYNNE DuPONT
Commission No. CC 558417
Expiration Date: 6/2/2000

Name of Notary Typed, Printed or Stamped _____
Commission Number: _____
My Commission Expires: _____

The undersigned hereby accepts the appointment as Registered Agent of REB SALES INTERNATIONAL, INC., which is contained in the foregoing Articles of Incorporation.

Richard E. Boyle
Richard E. Boyle, Registered Agent

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