



THE COMPANY CORPORATION

The Christina Centre • 201 N Walnut Street • Wilmington, Delaware 19801 • Telephone (302) 575-0440 • Fax: (302) 575-1346

March 21, 1995

Corporate Records Bureau
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: RDMC, Inc.
9411162452632

200001586552
-07/13/95--01034--002
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find:

- Application for Authority
- Certificate of Good Standing
- payment of \$70.00

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440, with questions regarding the enclosed application.

Sincerely,

Susan P. Rosenthal
Corporate Service Representative

enc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 17 AM 8:59
112 7/17
112-9119



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 1, 1995

SUSAN P. ROSENTHAL
THE COMPANY CORPORATION
201 N. WALNUT ST
WILMINGTON, DE 19801

SUBJECT: RDMC, INC.
Ref. Number: W95000009119

We have received your document for RDMC, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Please return 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 (904) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 295A00020508

RESOLUTION OF BOARD OF DIRECTORS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 17 AM 8:55

I, the undersigned Richard Dennis, do hereby certify
that this Resolution of the Board of Directors of RDMC, Inc.,
a corporation duly organized and existing under the laws of the State of Delaware,
was duly adopted on November 16, , 19 94.

Resolved, that RDMC, Inc., organized
and existing in the State of Delaware, hereby adopts the
name RDMC, Inc. of Delaware for use in Florida.

Dated: July 3, 1995



Signature of at least one director
Richard Dennis

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. RDMC, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. Applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 11/16/94 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 35250 SW 177 CT
Homestead FL 33034
(Current mailing address)
8. ANY LAWFUL ACT OR ACTIVITY FOR WHICH CORPORATION
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: Larry Wolfe
Office Address: 200 A John Knox Rd.
Tallahassee, Florida, 32303
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

See ATTACHED
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 17 AM 8:30

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Richard Dennis
Address: 35250 SW 177 CT. #114
Homestead, FL 33034

Vice Chairman: _____
Address: N/A

Director: N/A
Address: _____

Director: N/A
Address: _____

B. OFFICERS

President: Richard Dennis
Address: 35250 SW 177 CT. #114
Homestead, FL 33034

Vice President: N/A
Address: _____

Secretary: _____ Richard Dennis
Address: 35250 SW 177 CT #114
Homestead, FL 33034

Treasurer: N/A
Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Richard Dennis
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. RICHARD DENNIS, Chairman
(Typed or printed name and capacity of person signing application)

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STATE OF FLORIDA:

1. RDMC, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 65-054-3606
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 11/16/94 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 2/1/95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 35250 SW 177 CT #114
Florida City, FL 33034
(Current mailing address)
8. To engage in any lawful act or activity under which corps. may
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) be organizing
Mainly, mail-order
9. Name and street address of Florida registered agent:
Name: Larry Wolfe
Office Address: 200 A John Knox Rd
Tallahassee, Florida, 32303
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SEE ATTACHED
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
PROCESS MAY BE SERVED.

In compliance with Section 607.1507, Florida Statutes, the following is
submitted:

First, this RDMC, Inc
desiring to organize under the laws of the state of Florida with its principal place of
business located in the city of HOMESTEAD, State of
Florida, has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee FL
32303-6643 as its agent for service of process within Florida.

Having been named to accept service of process for the above stated
corporation, at the place designated in this Certificate, I hereby agree to act in this
capacity, and I further agree to comply with the provisions of all statutes relative to
the proper and complete performance of my duties.


Larry Wolfe

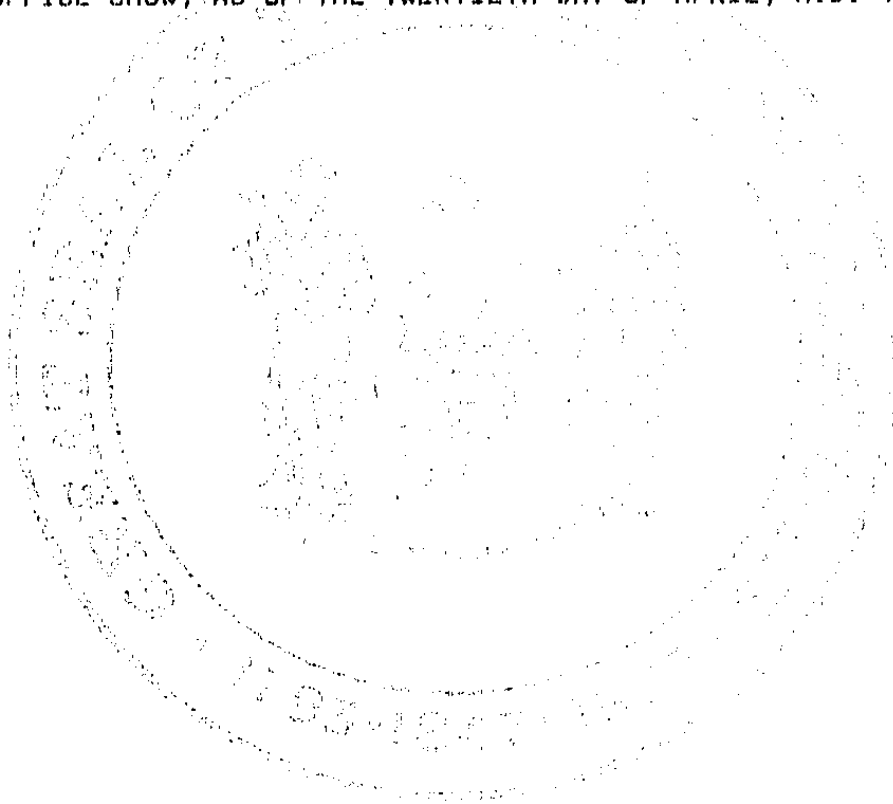
3/20/95
Date

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 17 AM 8:58

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "RDMC, INC." IS DULY INCORPORATED
UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING
AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF
THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF APRIL, A.D. 1995.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 17 AM 8:58



Edward J. Freel

Edward J. Freel, Secretary of State

2452632 8300

950086685

AUTHENTICATION: 7478389

DATE: 04-20-95