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Kenneth J. Binda, P.A.

Attorney at Law
1639 Georgia Street
Palm Bay, Florida 32907-2568

Telephone (321) 729-6106

Facsimile (321) 729-9728

January 18, 2000

VIA OVERNIGHT DELIVERY

Division of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

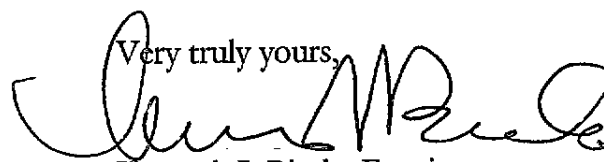
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*****78.75 *****78.75

RE: RDFL, Inc.

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation with reference to the above matter. Please file said documents returning a certified copy to our office in the envelope provided for your convenience. In addition, our firm's check number 1451, in the amount of \$78.75 is enclosed representing the necessary fees in this matter.

Should you have any questions, please do not hesitate to contact my office.

Very truly yours,

Kenneth J. Binda, Esquire

KJB: naf
Enclosure
cc: Client

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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cf 1/26/00

ARTICLES OF INCORPORATION
OF
RDFL, INC.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles for the formation of a corporation in accordance with the laws of the State of Florida.

ARTICLE I. - NAME

The name of this corporation is RDFL, Inc.

ARTICLE II. - NATURE OF BUSINESS

The general nature of the business to be rendered by this corporation is any lawful purpose permitted by the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV. - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is One Hundred (\$100.00) Dollars.

ARTICLE V. - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI. - ADDRESS

The initial address of the principal office of this corporation is: 1639 Georgia Street NE, Palm Bay, Florida 32907.

ARTICLE VII. - REGISTERED AGENT

The initial registered agent of this corporation is Kenneth J. Binda, and the initial registered office is: 1639 Georgia Street, NE, Palm Bay, Florida 32907.

ARTICLE VIII. - DIRECTORS

This corporation shall have one (1) director initially. The number of Directors may be increased or diminished from time to time, pursuant to By-Laws adopted by Shareholders, and shall never be less than one (1).

ARTICLE IX. - INITIAL DIRECTOR

The name and address of the members of the first Board of Directors is:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Reginald Downey	President/Vice President/ Secretary/Treasurer	1639 Georgia Street NE Palm Bay, Florida 32907

ARTICLE X. - SUBSCRIBERS

The name and address of each subscriber of these Articles of Incorporation and the number of shares he or she agrees to subscribe is:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Reginald Downey	1639 Georgia Street NE Palm Bay, Florida 32907	100

Said subscriber alleges and certifies that the total value of said stock subscription will not be less than the amount of capital with which the corporation will begin business, as set forth in Article IV thereof.

ARTICLE XI. - AMENDMENT

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 the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholder's meeting by at least a Fifty-One (51 %) Percent vote of the stock entitled to vote thereon, 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. All rights of shareholders are subject to reservation.

ARTICLE XII - LIMITATIONS ON CORPORATE STOCK

The Shareholders of this corporation shall have the power to include in the By-Laws adopted by Fifty-One (51 %) Percent of the Shareholders of this corporation any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding shares of this corporation by any of its Shareholders, or the operation of this corporation, or in the event of the death of any of its Shareholders. The manner and form, as well as relevant terms, conditions and details hereof, shall be determined by the Shareholders of this corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice hereof, unless existence of such provisions shall be plainly written upon the certificate evidencing the ownership of said stock.

ARTICLE XIII. - VOTING TRUSTS

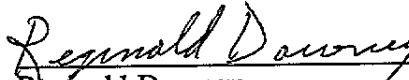
No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another the authority to exercise the voting power of any or all of

his shares.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

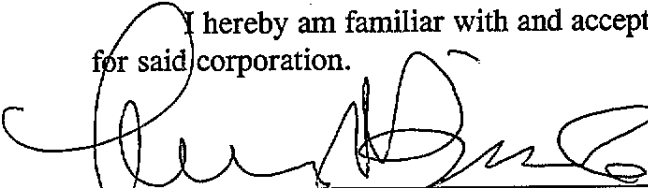
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IN WITNESS WHEREOF, the subscriber/incorporator hereto has executed these Articles of Incorporation, this 17th day of January, 2000.


Reginald Downey
Subscriber/Incorporator

Acceptance by registered Agent

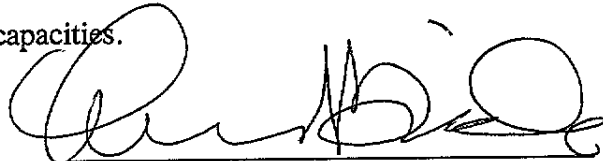
I hereby am familiar with and accept the duties and responsibilities, as Registered Agent for said corporation.


Kenneth J. Binda- Registered Agent

STATE OF FLORIDA

COUNTY OF BREVARD

I hereby certify that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared to me Reginald Downey known to be the person described as the Incorporator and Subscriber, respectively, in and who executed the foregoing Articles of Incorporation, acknowledged before me that he subscribed to these Articles of Incorporation in his respective capacities.


NOTARY PUBLIC

My commission Expires:

