

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P00000057049

MA, Inc.

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

<input checked="" type="checkbox"/>	Art of Inc. File <u>cert</u>	SECRETARY OF STATE TALLAHASSEE, FLORIDA	00 JUN 13 PM 3:03	FILED
<input type="checkbox"/>	LTD Partnership File			
<input type="checkbox"/>	Foreign Corp. File			
<input type="checkbox"/>	L.C. File			
<input type="checkbox"/>	Fictitious Name File			
<input type="checkbox"/>	Trade/Service Mark			
<input type="checkbox"/>	Merger File			
<input type="checkbox"/>	Art. of Amend. File			
<input type="checkbox"/>	RA Resignation			
<input type="checkbox"/>	Dissolution / Withdrawal			
<input type="checkbox"/>	Annual Report / Reinstatement	DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA	00 JUN -9 AM 11:52	RECEIVED
<input checked="" type="checkbox"/>	Cert. Copy			
<input type="checkbox"/>	Photo Copy			
<input type="checkbox"/>	Certificate of Good Standing			
<input type="checkbox"/>	Certificate of Status			
<input type="checkbox"/>	Certificate of Fictitious Name			
<input type="checkbox"/>	Corp Record Search			
<input type="checkbox"/>	Officer Search			
<input type="checkbox"/>	Fictitious Search			
<input type="checkbox"/>	Fictitious Owner Search			
<input type="checkbox"/>	Vehicle Search			
<input type="checkbox"/>	Driving Record			
<input type="checkbox"/>	UCC 1 or 3 File			
<input type="checkbox"/>	UCC 11 Search			
<input type="checkbox"/>	UCC 11 Retrieval			
<input type="checkbox"/>	Courier	T. Burch JUN 13 2000		

Signature _____

Requested by: we

Name

Date 6/9/00

Time 10:25

Walk-In _____

Will Pick Up _____



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 9, 2000

CAPIATL CONNECTION, INC.
417 E. VIRGINIA STREET STE 1
TALLAHASSEE, FL 32302

SUBJECT: NR, INC.
Ref. Number: W00000014686

We have received your document for NR, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6928.

Tim Burch
Document Specialist

Letter Number: 300A00033109



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 12, 2000

CAPIATL CONNECTION, INC.
417 E. VIRGINIA STREET STE 1
TALLAHASSEE, FL 32302

SUBJECT: NOORANI, INC.
Ref. Number: W00000014686

We have received your document for NOORANI, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

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) 487-6928.

Tim Burch
Document Specialist

Letter Number: 800A00033515

ARTICLES OF INCORPORATION

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

Name of Corporation

The name of this corporation shall be: **RNR, INC.**

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this corporation is to import, purchase, sell, distribute, market or develop products for sale in the wholesale or retail markets, including specialty imported products, fuel, real estate, food, novelties, as well as any and all other business permitted under the laws of the State of Florida.

ARTICLE III

Capital Stock

The maximum number of shares the corporation is authorized to have outstanding at any one time is: 10,000 shares of No Par Value all of which shall have the same rights and privileges.

ARTICLE IV

Initial Capital

The amount of capital with which this corporation will begin business is not less than Five Hundred (\$500.00) Dollars.

ARTICLE V

Term of Existence

This corporation is to exist perpetually.

FILED
00 JUN 13 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

Principal Place of Business

The initial street address in this state of the principal office of this corporation is: 901 N. Hercules Ave., Ste. D, Clearwater, FL 33765. The corporation may from time to time move the principal office to any other address in Florida, and may establish branch offices at such other places within or without the State of Florida as may be determined and deemed expedient.

ARTICLE VII

Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

Ahmed (Jeff) Rafiq
220 Main St.
Beacon, NY 12508

ARTICLE VIII

Incorporator

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

George G. Pappas
901 N. Hercules Ave., Ste. D
Clearwater, FL 33765

ARTICLE IX

Designation of Registered Agent

The initial designation of the Registered Office of this corporation shall be 901 N. Hercules Ave., Ste. D, Clearwater, FL 33756 and the Registered Agent shall be George G. Pappas, Esq., to accept service of process within this State until changed according to law.

ARTICLE X

Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders by a majority of the stock entitled to vote thereon.

ARTICLE XI

Commencement of Corporate Existence

The date that corporate existence shall begin shall be the date of the filing of these Articles of Incorporation with the State of Florida.

ARTICLE XII

Pre-Emptive Rights

The shareholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, but in either case only at such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 8th day of June, 2000.

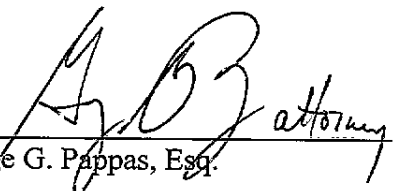


George G. Pappas

ACCEPTANCE BY REGISTERED AGENT

George G. Pappas, Esq. does hereby accept the designation of Registered Agent and states that he is familiar with, and accepts, the obligations provided for in 607.325, Florida Statutes.

DATED this 8th day of June, 2000.



George G. Pappas, Esq.