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To:
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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
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EFFECTIVE DATE
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FLORIDA PROFIT CORPORATION OR P.A.

~~RD Enterprises Inc.~~
RD ENTERPRISES INTERNATIONAL, INC.

Certificate of Status	1
Certified Copy	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 3, 2000

CORPORATE CREATIONS

SUBJECT: RD ENTERPRISES INC.
REF: W00000016839

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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

THE CONFLICT IS R & D ENTERPRISES, INC. DOC #P92000009225.

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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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EFFECTIVE DATE

06-30-00

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
RD Enterprises International, Inc.

Article II. Address

The Corporation's mailing address is:
RD Enterprises International, Inc.
219 Northeast 17th Avenue
Ft. Lauderdale FL 33301

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Corporate Creations Network Inc.
941 Fourth Street #200
Miami Beach FL 33139

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Richard Dobrinsky

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

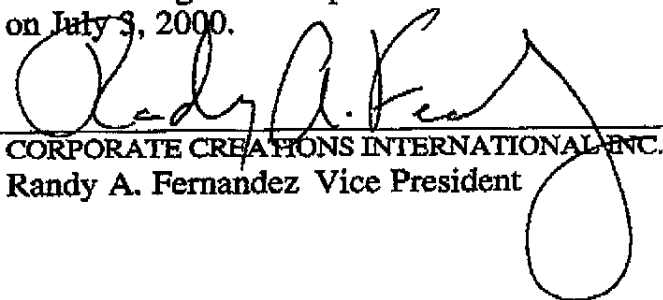
The name and address of the incorporator is:

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 30, 2000.

The undersigned incorporator executed these Articles of Incorporation on July 3, 2000.



CORPORATE CREATIONS INTERNATIONAL INC.
Randy A. Fernandez Vice President

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

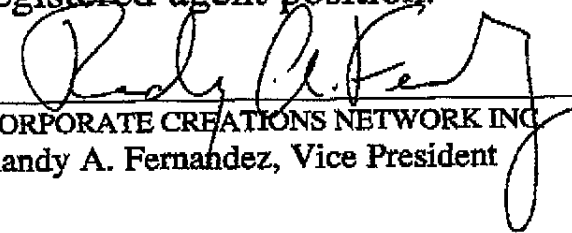
CORPORATION:

RD Enterprises International, Inc.

REGISTERED AGENT/OFFICE:

**Corporate Creations Network Inc.
941 Fourth Street #200
Miami Beach FL 33139**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


CORPORATE CREATIONS NETWORK INC.
Randy A. Fernandez, Vice President

Date: July 3, 2000

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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