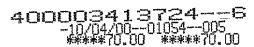
P00000098701

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

9/30/00



To whom it may concern:

Please find enclosed the following items pertaining to the incorporation of SAM Enterprises, Inc.:

- Original and one copy of the Articles of Incorporation for SAM Enterprises, Inc.
- Original and one copy of Certificate of Designation of Registered Agent and Registered Office SAM Enterprises, Inc.
- A certified check, money order or personal check, payable to the Florida Dept. of State Div of Corporations in the amount of \$70.00 for
  - □ Filing fees (\$35.00)
  - □ Certificate of Designation of Registered Agent and Registered Office (\$35.00)

Please return the enclosed duplicate copy of the Article of Incorporation and the Certificate of Designation of Registered Agent with your seal indicating that these items were filed.

Please send your responses or receipts concerning this filing to:

SAM Enterprises, Inc. c/o Szczepkowski & McMillan PA PO Box 220550

Hollywood, FL 33022

Thank you for your attention to this matter.

Very truly yours,

Doris Szczepkowski

Szczepkowski & McMillan, PA

DO DOT 18 PM 2: 23
SECRETARY DE STATE
TALLAHASSEE, FLORIDA



#### FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 5, 2000

DORIS SZCZEPKOWSKI 804 S. 17TH AVE., #B HOLLYWOOD, FL 33020

SUBJECT: SAM ENTERPRISES, INC.

Ref. Number: W00000024203

We have received your document for SAM ENTERPRISES, INC. and your check(s) totaling \$70.00. 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) 487-6929.

Joey Bryan Document Specialist

Letter Number: 800A00052824

#### Articles of Incorporation of

# RGW Consulting, Inc.

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned interporator submits these Articles of Incorporation for the purpose of forming a for-profit corporation.

#### Article 1 - Name

The name of the corporation is:

RGW Consulting, Inc..

#### Article 2 - Address

The principal place of business and mailing address of this corporation is:

804 S. 17th Avenue, Suite Bo Hollywood, FL 33020

#### Article 3 - Duration

The duration of the corporation is perpetual.

#### Article 4 - Shares of Stock

The corporation is authorized to issue one class of stock, that being 10,000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

#### Article 5 - Right of Transferability

The Shareholders of this Corporation shall have preemptive rights to acquire unissued or treasury shares of the Corporation, or securities being sold by any other Shareholder.

#### Article 6 - Registered Agent

The name and address of the corporation's initial registered agent is:

Richard Glenn Williams 804 S. 17th Avenue, Suite B Hollywood, FL 33020

#### Article 7 - Incorporator

The name and street address of the incorporator of this corporation is:

Richard Glenn Williams 804 S. 17th Avenue, Suite B Hollywood, FL 33020

#### Article 8 - Nature of Activities

The corporation shall pursue all business activities that the corporation may prefer in complete conformance to the laws and statutes of the State of Florida and the government of the United States of America.

#### Article 9 - Amendment of By-Laws

The By-Laws of this Corporation may be created, amended, changed or replaced by either the Stockholders or the Directors of the Corporation at any duly scheduled Special Meeting called for that purpose.

## Article 10 - Amendment to the Articles of Incorporation

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 them to the Stockholders

### Articles of Incorporation of

# RGW Consulting, Inc.

and approved at a Stockholders' Meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### Article 11 - Director Liability

No director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true and that the incorporator is at least eighteen years of age.

Name of Incorporator: Richard Glenn	Williams	Date: 10/12/00
Signature of Incorporator:	A Slown	lullan
STATE OF FLORIDA		
COUNTY OF BROWARD		-

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Richard Glenn Williams, with whom I am personally aquainted, or who provided proper identification, and who acknowledged that s/he executed the foregoing Articles of Incorporation for the purposes therein contained and who further acknowledged that s/he is authorized to execute this instrument.

In witness whereof, I have hereunto set my hand and official seal in the state and county aforesaid, on this date: 10/12/00.

Doris Szczepkowsk

Notary Public

DORIS SZCZEPKOWSKI

No. CC 774074

Personaliy Known (10ther I.D.

# Certificate of Designation of Registered Office and RegisteredAgent for

## RGW Consulting, Inc.

Pursuant to Chapter 607.0501 of the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

The name and address of the corporation's initial registered agent and registered office is:

Name:

Richard Glenn Williams

Street Address:

804 S. 17th Avenue, Suite B

Hollywood, FL 33020

Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature of Registered Agent:

Date of signature:

10/12/00

STATE OF FLORIDA

COUNTY OF BROWARD

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Richard Glenn Williams, with whom I am personally aquainted, or who provided proper identification, and who acknowledged that s/he executed the foregoing Designation of Registered Agent for the purposes therein contained and who further acknowledged that s/he is authorized to execute this instrument.

In witness whereof, I have hereunto set my hand and official seal in the state and county aforesaid, on

this date: 10/12/00.

Notary Public