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JERRI A. BLAIR, P.A.

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JERRI A. BLAIR

SAMUEL E. OLIVER

October 18, 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32399

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

Re: R.G.M. Products, Inc.

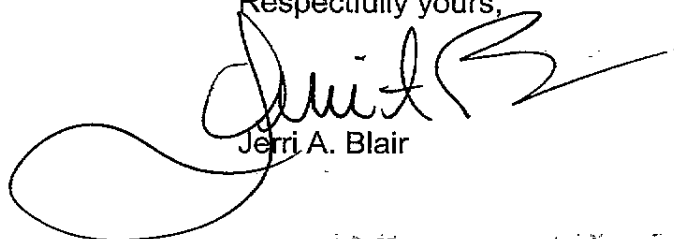
Dear Sir:

Enclosed are the following:

1. Articles of Incorporation of R.G.M. Products, Inc.;
2. Certificate of Designation of Registered Agent/Registered Office;
3. My firm's check in the amount of \$78.75 which includes the filing fee and the cost of a certified copy of the registered articles; and,
4. Self-addressed stamped envelope.

Thank you for your assistance.

Respectfully yours,


Jerri A. Blair

JAB/vgv

Enclosures

cc: Ray McIntyre

A:\RGM\SECRETAR\ST

FILED
00 OCT 20 AM 7:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch OCT 23 2000

ARTICLES OF INCORPORATION

OF

R.G.M. PRODUCTS, INC.

FILED

00 OCT 20 AM 7:41

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned, acting as incorporator of a corporation pursuant to Chapter 607, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is R.G.M. Products, Inc.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the corporation is:

38051 S.R. 19
Umatilla, FL 32784

The mailing address of the corporation is:

Post Office Box 3504409
Grand Island, FL 32735

ARTICLE III - PURPOSE

The primary purpose of the Corporation is to develop and distribute products.

ARTICLE IV - POWERS OF THE CORPORATION

This corporation shall have all powers granted by law to corporations.

ARTICLE V - SHARES IN THE CORPORATION

The corporation may issue up to 1,000 shares.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The registered office of the corporation shall be:

38051 S.R. 19
Umatilla, FL 32784

The registered agent shall be:

Ray McIntyre
38051 S.R. 19
Umatilla, FL 32784

The registered office and registered agent provided for herein may be changed from time to time in the manner provided by law.

ARTICLE VII - INCORPORATOR

The name and address of each incorporator is as follows:

Ray McIntyre
38051 S.R. 19
Umatilla, FL 32784

ARTICLE VIII - OFFICERS

The officers shall be:

Ray McIntyre	President
Ray McIntyre	Secretary

ARTICLE IX - TERM OF EXISTENCE

This corporation is to exist perpetually.

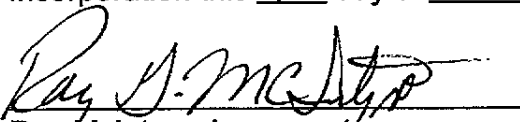
ARTICLE X - BY-LAWS

The officers of this corporation may provide such By-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

ARTICLE XI - AMENDMENTS

These Articles of Incorporation may be amended by the officers of the corporation.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 9th day of October, 2000.


Ray McIntyre, Incorporator

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00 OCT 20 AM 7:41

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

R.G.M. PRODUCTS, INC.

2. The name and address of the registered agent and office is:

Ray McIntyre
38051 S.R. 19
Umatilla, FL 32784

Having been named as 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.


Ray McIntyre, Registered Agent

Oct 9, 2000
Date

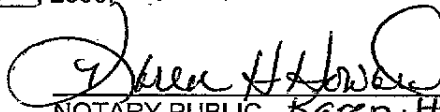
STATE OF FLORIDA
COUNTY OF LAKE

BEFORE ME, the undersigned authority, personally appeared RAY McINTYRE, described in and who subscribed to the Articles of Incorporation, and who is the Resident Agent named by the Articles of Incorporation, and he did freely and voluntarily acknowledge before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Umatilla, Lake County, Florida, this 9th day of October, 2000.



Karen H. Howard
My Commission CC882508
Expires October 4, 2001


NOTARY PUBLIC Karen H. Howard
My Commission Expires: 10/4/01

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Ray McIntyre knows to me