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R.S.W. ENTERPRISES OF AMERICA, INC.
4100 N.W. 4112th Avenue
Ft. Lauderdale, Florida 33309

January 10, 2001

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****122.50 *****78.75

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

Re: R.S.W. Enterprises of America, Inc.

Gentlemen:

Please find original and one copy of the Articles of Incorporation and Consent of Resident Agent for filing with your office, reference above, along with check number 2752 in the amount of \$122.50 representing filing fee.

Please endorse your approval of the Articles of Incorporation on the enclosed copy, certify and return same to the undersigned.

Very truly yours,


James West

DF/jww

enc.

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01 JAN 19 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

R.S.W. ENTERPRISES OF AMERICA, INC.

ARTICLE I

NAME

The name of the corporation is R.S.W. ENTERPRISES OF AMERICA,
INC.

ARTICLE II

DURATION AND COMMENCEMENT OF EXISTENCE

This corporation shall commence on the date of filing with
the Secretary of State. This corporation shall have perpetual
existence.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting
any or all lawful business for which corporations may be incorporated
under Chapter 607 of the Florida Statutes.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of
\$1.00 par value common stock.

ARTICLE V

CORPORATE OFFICE

The address of the corporate office is 4100 N.W. 12th Ave.,
Ft. Lauderdale, FL 33309 or as otherwise reflected in the
annual report.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4100 N.W. 12th Avenue, Ft. Lauderdale, Florida 33309 and name of the initial Registered Agent for this corporation at that address is James West.

ARTICLE VII

INITIAL BOARD OF DIRECTORS AND INCORPORATOR

This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one nor more than five. The name and address of the initial director(s) and incorporator is:

<u>NAME/TITLE</u>	<u>ADDRESS</u>
James West President/Secretary	4100 NW 12th Avenue Ft. Lauderdale, Florida 33309

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

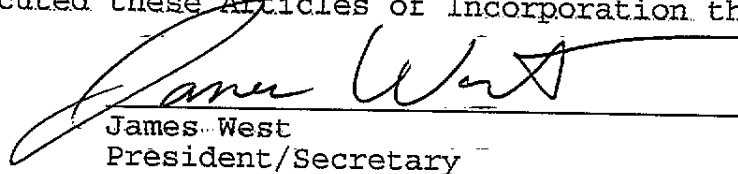
ARTICLE IX

INCORPORATOR

The Incorporator's name and street address of the corporation is as follows:

JAMES WEST
4100 NW 12th Avenue
Ft. Lauderdale, Florida 33309

IN WITNESS WHEREOF, the undersigned Incorporator, President, Secretary has executed these Articles of Incorporation this 10th day of January, 2001.


James West
President/Secretary

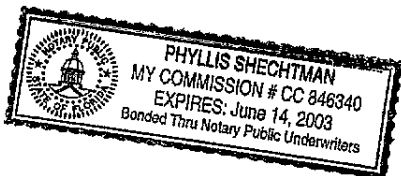
STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

THE FOREGOING instrument was acknowledged before me this 10th day of January, 2001 by JAMES WEST, who is personally known to me and who produced N/A as identification and who did take an oath, and he acknowledged before me that he executed the foregoing for the purposes intended therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County above mentioned, this 10th day of January, 2001.

By: 
NOTARY PUBLIC/STATE OF FLORIDA

My Commission Expires:



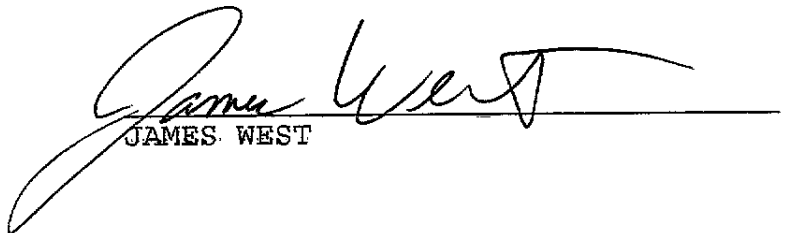
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Section 48.091 and Section 607.034(3), Florida Statutes, the following is submitter in compliance with said Sections:

R.S.W. ENTERPRISES OF AMERICA, INC., desires to organize under the Laws of the State of Florida with its registered office as indicated in the Articles of Incorporation, at 4100 N.W. 12th Avenue, Ft. Lauderdale, Florida 33309 and has named James West located at 4100 N.W. 12th Avenue, Ft. Lauderdale, Florida 33309 as its Agent to accept service of process within this State.

CONSENT OF REGISTERED AGENT

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Sections relative to keeping open said office.


JAMES WEST

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TALLAHASSEE, FLORIDA