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ROBERT A. AUERBACH, P.A.

Attorney At Law

Member of FL and NY Bars

Sun Trust Centre
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January 26, 2001

Div. of Corporations
PO Box 6327
Tall., FL 32314

ATT: DOMESTIC CHARTER

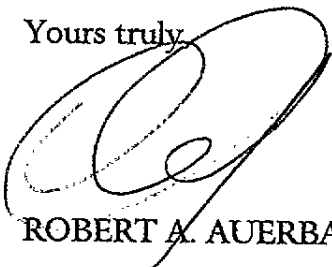
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*****78.75 *****78.75

Gentlemen;

Enclosed is the original and one copy of Articles of Incorporation for ~~Felstar, Inc.~~ *RT Products, Inc.*, with a check for \$78.75, along with a self-addressed envelope.

Please return certified copies of the Articles to the undersigned.

Yours truly,



ROBERT A. AUERBACH

encs.

FILED
01 JAN 29 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Per 1/30/01

ROBERT A. AUERBACH, P.A.

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January 31, 2001

via fax to: 850-487-6804

Div. of Corporations
PO Box 6327
Tall., FL 32314

ATT: Pam Hall

RE: Telstar, Inc.

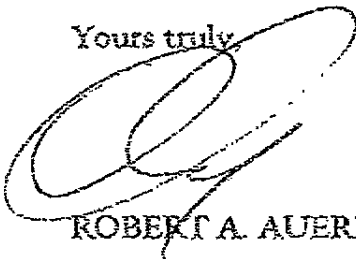
Dear Ms. Hall:

Following our conversation in which we discussed that the above name is unavailable due to a Trademark, this will confirm that I am requesting and authorizing you to change the requested name to:

RT Products, Inc.

Thank you for your cooperation.

Yours truly,



ROBERT A. AUERBACH

ARTICLES OF INCORPORATION

OF

RT PRODUCTS, INC.

FILED

01 JAN 29 AM 8:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber hereby forms a corporation for profit under the Florida
General Corporation Act.

ARTICLE I.

CORPORATION NAME:

RT PRODUCTS, INC.

CORPORATION ADDRESS:

5357 N.W. 121ST AVE.,
CORAL SPRINGS, FL. 33076

ARTICLE II.

DURATION: Term of existence of the corporation is perpetual.

ARTICLE III.

PURPOSE: The corporation may transact any and all lawful business for which
corporations may be incorporated under the Laws of the UNITED STATES and the
STATE OF FLORIDA.

ARTICLE IV.

CAPITAL STOCK: The number of shares which the corporation has authorized to be
outstanding at any one time is 100.

PAR VALUE \$1.00

ARTICLE V.

REGISTERED OFFICE: The street address of the initial registered address of the
corporation shall be: 1890 University Dr. #306, Coral Springs, Florida 33071 and the
name of the initial registered agent at such address is: ROBERT A. AUERBACH

I am familiar with and hereby accept the duties and responsibilities as registered agent
for said corporation.


ROBERT AUERBACH

1/26/01
Date

ARTICLE VI.

BOARD OF DIRECTORS:

Name and address of Initial Director:

TONI L. SHERWOOD, 5357 N.W. 121ST. AVE., CORAL SPRINGS, FL. 33076

ARTICLE VII.

INCORPORATOR name and address:

TONI L. SHERWOOD, 5357 N.W. 121ST. AVE., CORAL SPRINGS, FL. 33076



TONI L. SHERWOOD

In witness whereof I have subscribed my name, TONI L. SHERWOOD, this January 26, 2001.

STATE OF FLORIDA)

COUNTY OF BROWARD) ss:

The foregoing articles were acknowledged before me this January 26, 2001, by TONI L. SHERWOOD, who is personally known to me.


NOTARY PUBLIC



ROBERT A. AUERBACH
My Comm Exp. 2/17/2001
Bonded By Service Ins
No. CC622495
VI Personally Known II Other I.D.

FILED
01 JAN 29 AM 8:39
CLERK OF STATE
TALLAHASSEE, FLORIDA