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| | OFFICE USE ONLY |
| 1. RC FINANCIAL SERV | LCES TNC FEE FI |
| (Corporation Name) | (Document#) |
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| (Corporation Name) 4, | (Document #) |
| (Corporation Name) | |
| Walk in Pick up time 2,00 | Certified Copy |
| Mail out Will wait Photocopy | Certificate of Status |
| Profit New FILINGS Amendment Amendment Resignation of R.A Limited Liability Domestication Other Amendment Resignation of R.A Change of Register Dissolution/Withdra Merger | A, Officer/Director |
| OTTIER FILINGS Annual Report Fictitious Name Name Reservation Reinstatement Trademark Other | A THE STATE OF THE |
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CR2E031(9/92)



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 12, 2001

LAZARUS

MIAMI, FL

SUBJECT: RC FINANCIAL SERVICES, INC.

Ref. Number: W01000003001

We have received your document for RC FINANCIAL SERVICES, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(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.

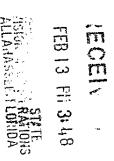
Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall Document Specialist

Letter Number: 701A00008585



ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a curporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

RC FINANCIAL CORPORATION

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing of this corporation shall be:

782 N.W. 42nd Avenue, Suite #330 Miami, Florida 33126

ARTICLE III -SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE HUNDRED (100) SHARES

ARTICLES IV -INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

BRETT C. CONLIFFE
782 N.W. 42nd Avenue, #330
Miami, Florida 33126

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of incorporation is:

Carlos Rodriguez
782 NW 42nd Avenue, Suite 330
Miami, Florida (33126)

The undersigned incorporator has executed these Articles of Incorporation this 16 day of January 2001

ARTICLE VI- DIRECTOR(S)

The name(s) and street address(es) of the director(s) to these Articles of Incorporation is (are):

CARLOS RODRIGUEZ
782 NW 42nd Avenue, Suite 330
Miami, Florida (33126)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT /REGISTERED OFFICE

Having been named as Registered Agent and to accept service of process for the above stated corporation at 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 related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Registered Agent Signature