CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Rodman Holding Comp

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	<u>X_</u>	Art of Inc. File
		LTD Partnership File
		Foreign Corp. File
		L.C. File
		Fictitious Name File
		Trade/Service Mark
		Merger File
		Art. of Amend. File 20
		RA Resignation
		Dissolution / Withdrawal
	 	Annual Report / Reinstatement
	$\underline{\times}$	Cert. Copy
		Photo Copy
		Certificate of Good Standing
		Certificate of Status
		Certificate of Fictitious Name
		Corp Record Search
		Officer Search Search
		Fictitious Search 5
-		Fictitious Owner Search
		Vehicle Search
		Driving Record
		UCC 1 or 3 File
		UCC 11 Search UCC 11 Retrieval
		UCC 11 Retrieval
		Courier

Signature		
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Requested by:	3 5 Date	Time
Walk-In	Will Pick Up	

ARTICLES OF INCORPORATION

OF

RODMAN HOLDING CORP.

The undersigned subscriber to these Articles of Incorporation hereby forms corporation under the Florida Business Corporation Act.

ARTICLE I.

CORPORATE NAME

The name of this Corporation is Rodman HoldingCorp.

ARTICLE II.

The Corporation's Mailing address and principal office is:

5836 Rodman Street Hollywood, Florida 33023

ARTICLE III.

NATURE OF CORPORATE BUSINESS

This Corporation, through its officers, employees and agents shall be authorized to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of ten thousand (10,000) shares of stock. The shares of stock authorized shall be common stock having a par value of \$.01 per share.

ARTICLE V.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Rodman HoldingCorp. Articles of Incorporation

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Tobin & Reyes, P.A.
7251 West Palmetto Park Road
Suite 205
Boca Raton, Florida 33433

ARTICLE VI.

BOARD OF DIRECTORS

The Corporation shall initially have one Director. The number of Directors may be altered from time to time in accordance with By-Laws adopted by the Stockholders.

The names and post office addresses of the initial Director of the Corporation is:

Howard L. Gerson 5836 Rodman Street Hollywood, Florida 33023

The initial Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

The name and post office address of the Incorporator executing these Articles of Incorporation is:

David S. Tobin, Esq.
Tobin & Reyes, P.A.
7251 West Palmetto Park Road
Suite 205
Boca Raton, Florida 33433

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation.

David S. Tohin

CERTIFICATE OF REGISTERED AGENT

<u>OF</u>

RODMAN HOLDINGCORP.

Pursuant to Section 607.0501 of the Florida Business Corporations Act, the following is submitted, in compliance with said Act:

That Rodman Holding Corp. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Corporation, has named Tobin & Reyes, P.A., 7251 West Palmetto Park Road, Suite 205, Boca Raton, Florida 33433, as its agent to accept service of process within this State. **ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this arel day of March, 2001.

TOBIN & REYES. P.A.

David S. Tobin.

President