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BERG & WHEELER, P.A.

ATTORNEYS AT LAW

JEFFREY BUILDING

217 EAST ROBERTSON STREET

BRANDON, FLORIDA 33511

ELIZABETH S. WHEELER*

RICHARD F. WHEELER

WALTER H. BERG, JR.

(RETIRED)

*BOARD CERTIFIED IN APPELLATE PRACTICE

TELEPHONE
(813) 685-0050

FACSIMILE
(813) 685-0369

March 7, 2001

VIA OVERNIGHT DELIVERY
PERSONAL AND CONFIDENTIAL

Mr. Alan Crum

Florida Department of State

Division of Corporations

409 East Gaines Street

Tallahassee, Florida 32301

Re: RH Real Estate Investments, Inc.

900003819599--7
-03/09/01--01003--015
*****78.75 *****78.75

Dear Mr. Crum:

With regard to the above-referenced corporation, enclosed are the articles of incorporation, along with an additional copy for certification. Also enclosed is this firm's check in the amount of \$78.75, in payment of the following fees:

1)	Filing fee for articles	\$ 35.00
2)	Designation of and acceptance of registered agent	\$ 35.00
3)	Certified copy of articles	<u>\$ 8.75</u>
Totaling		\$ 78.75

Thank you for your assistance in this matter.

Very truly yours,

RFW

Richard F. Wheeler

RFW/rkb

Enclosures

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FILED
01 MAR 28 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/8

ARTICLES OF INCORPORATION
OF
RH REAL ESTATE INVESTMENTS, INC.

FILED
01 MAR 88 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation is RH Real Estate Investments, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal office of the corporation is 3725 Bob Evans Drive, Valrico, Florida 33594, and the corporation's mailing address is the same.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock, having a par value of One Dollar (\$1.00) per share. There shall be only one class of stock.

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3725 Bob Evans Drive, Valrico, Florida 33594, and the name of the initial registered agent of the corporation at this address is Richard Hellman.

ARTICLE V. INITIAL DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time as provided for in the bylaws, but shall never be fewer than two. The name and address of the director of this corporation are:

Richard Hellman
3725 Bob Evans Drive
Valrico, Florida 33594

Rebecca Hellman
3725 Bob Evans Drive
Valrico, Florida 33594

ARTICLE VI. INCORPORATOR

The name and address of the person signing these articles are:

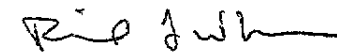
Richard Hellman, 3725 Bob Evans Drive, Valrico, Florida 33594

IN WITNESS WHEREOF, the undersigned Incorporator has executed these articles of incorporation on this 7th day of March, 2001.

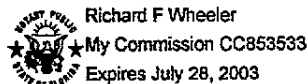

RICHARD HELLMAN

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 7th day of March, 2001, by Richard Hellman, who is personally known to me or who has presented N/A as identification.

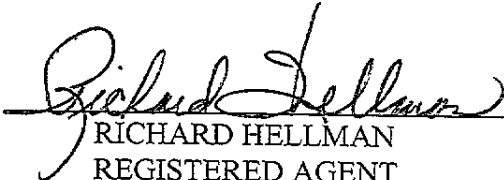


Notary Public, State of Florida
Richard F. Wheeler
(Printed name of notary)
My Commission Expires: 7/28/03



ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

THE UNDERSIGNED, Richard Hellman, hereby agrees to serve as Registered Agent for RH Real Estate Investments, Inc., until further notice.


RICHARD HELLMAN
REGISTERED AGENT

FILED

01 MAR '88 PM 3:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA