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LAW OFFICES

SAMUEL R. DANZIGER
PROFESSIONAL ASSOCIATION
6701 SUNSET DRIVE
SUITE #104
MIAMI, FLORIDA 33143
TELEPHONE: (305) 661-7211
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March 22, 2001

State of Florida
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-03/27/01--01015--001
*****78.50 *****78.50

Re: RC Industries, Inc.
Our File No.: 01-313

Dear Sir/Madam:

I enclose Articles of Incorporation for filing and a check for \$78.50.

Please return the enclosed copy "file stamped".

Sincerely,


SAMUEL R. DANZIGER

SRD/ade
Encl.

FILED
01 MAR 26 AM 8:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

D. WHITE MAR 28 2001

ARTICLES OF INCORPORATION

OF

RC INDUSTRIES, INC.

ARTICLE I - NAME

The name of the corporation is : RC INDUSTRIES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of fifty (\$.50) cents par value common stock which shall be designated "common shares".

**ARTICLE V - INITIAL
REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of this corporation is: 10060 SW 144th Street, Miami, Florida 33176 and the name of the initial registered agent of this corporation and his address is: Franklin E. Roig, Jr., 10060 SW 144th Street, Miami, Florida 33176.

**ARTICLE VI - INITIAL
BOARD OF DIRECTORS**

This corporation shall have 1 director initially. The number of directors may either increase or diminish from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is: Franklin E. Roig, Jr., 10060 SW 144th Street, Miami, Florida 33176.

FILED

01 MAR 26 AM 8:01

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is: Franklin E. Roig, Jr., 10060 SW 144th Street, Miami, Florida 33176.

ARTICLE VIII - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 19th day of March, 2001.


FRANKLIN E. ROIG, JR.

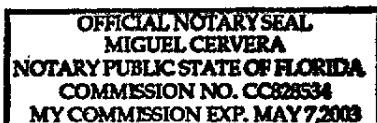
STATE OF FLORIDA :
: SS.
COUNTY OF MIAMI-DADE :

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, FRANKLIN E. ROIG, JR., to me well known to be the person who executed the foregoing Articles of Incorporation of RC INDUSTRIES, INC., and acknowledged that he/she signed and executed the same for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida on this 19th day of March, 2001

SWORN TO AND SUBSCRIBED before me
this 19th day of March, 2001.


NOTARY PUBLIC
State of Florida at Large
My Commission Expires:



**CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE AGENT WHOM THE PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST THAT, RC INDUSTRIES, INC., is organized and qualified under the laws of
the State of Florida, with its principal place of business at 10060 SW 144th Street, Miami,
Florida 33176 has named FRANKLIN E. ROIG, JR., located at 10060 SW 144th Street, Miami,
Florida 33176 as its Agent to accept Service of Process within Florida.

Signature

FRANKLIN E. ROIG, JR.

Title: President

Date

3-19-01

Having been named to accept Service of Process for the above stated corporation, at the
place designated in this Certificate, I hereby agree to act in this capacity, and I further agree
to comply with the provisions of all statutes relative to the proper and complete performance
of my duties.

Signature

FRANKLIN E. ROIG, JR.

Date

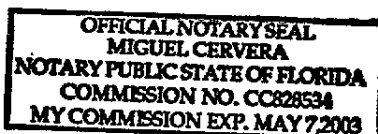
3-19-01

SWORN TO AND SUBSCRIBED before me

this 19th day of March, 2001.

Notary Public, State of Florida at Large

My Commission Expires:



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TALLAHASSEE FLORIDA