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March 29, 2001

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

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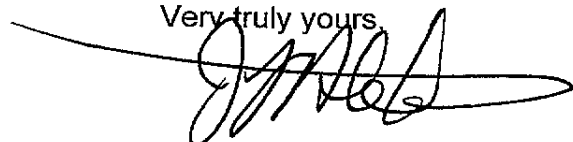
Re: Articles of Incorporation of
RedLetter, Inc. for
John W. Allan and
Bonnie L. Allan

Dear Sir/Madam:

Enclosed please find Articles of Incorporation for the above-referenced corporation together with our check in the amount of \$70.00 filing fee.

Please return your letter showing the date filed and the document number assigned to the aforementioned corporation to my office at your earliest convenience. Your prompt attention to this matter is appreciated.

Very truly yours,



J. James Abelson, Esquire

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JJA:SM
Enclosure

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ARTICLES OF INCORPORATION

OF

RedLetter, Inc.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

CORPORATE NAME

The name of this corporation shall be:

RedLetter, Inc.

ALLAN

The principal street address of this corporation is:

6400 Old Dixie Highway, Grant, Florida 32949

The principal mailing address of this corporation is:

P. O. Box 188, Grant, Florida 32949

ARTICLE II

COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the FLORIDA SECRETARY OF STATE. This corporation's duration shall be perpetual.

ARTICLE III

PURPOSE

This corporation is being organized for the purpose of to engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, engaging in the transaction of any and all business activities permitted under the laws of FLORIDA and the United States of America.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) shares of common stock having no par value per share.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the

date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions
Imposed By This Corporation's Articles Of Incorporation, A Copy
Of Which Is On File At This Corporation's Principal Office."

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be two (2). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one (1).

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

James W. Allan

Director and Vice President

6400 Old Dixie Highway, Grant, Florida 32949

Bonnie L. Allan

Director, President,
Secretary, and Treasurer

6400 Old Dixie Highway, Grant, Florida 32949

ARTICLE III

INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX

INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's initial registered office shall be:

6400 Old Dixie Highway, Grant, Florida 32949

The name of the individual who shall serve as this corporation's initial registered agent at that address is:

James W. Allan

ARTICLE X

INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are:

James W. Allan

6400 Old Dixie Highway, Grant, Florida 32949


James W. Allan,
as Incorporator

FILED

ARTICLE II

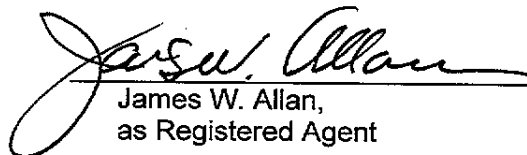
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AMENDMENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

The undersigned hereby accepts the designation of Registered Agent of James W. Allan as set forth in these Articles of Incorporation.


James W. Allan,
as Registered Agent

STATE OF FLORIDA:

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SS::

COUNTY OF INDIAN RIVER:

BEFORE ME ON this 30th day of March, 2001, James W. Allan designated above as the individual who shall serve as this corporation's initial registered agent and incorporator, personally appeared before me and signed and acknowledged signing these Articles Of Incorporation of RedLetter, Inc.


Notary Public

J. James Abelson, Notary Public
Print Name (Title)

My Commission Expires: 4-27-2002 (Seal)

