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PAUL THILEM & CO  
6554 NW 43<sup>RD</sup> COURT  
CORAL SPRINGS, FL 33067  
TEL. (954) 255-5435  
FAX (954) 255-0299

Name of Person to contact:	Paul Thilem	500004301835-2
Address & Phone Number:	as above	-05/23/01--01042--003 *****122.50 *****78.75
Amount of Money Sent:	\$122.50	

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01 MAY 23 AM 11:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, HEREBY ASSOCIATE OUR SELVES TOGETHER FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, LIABILITY, RIGHTS, PRIVILEGES AND IMMUNITIES OF CORPORATIONS FOR PROFIT.

ARTICLE I. NAME

THE NAME OF THIS CORPORATION SHALL BE:  
RMK ENTERPRISES, INC.

ARTICLE II. NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA.

ARTICLE III. CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS FIVE HUNDRED (500) SHARES OF COMMON STOCK, OF ONE DOLLAR (\$1.00) PAR VALUE.

ARTICLE IV. INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS WILL NOT BE LESS THAN ONE HUNDRED DOLLARS (\$100.00).

ARTICLES V. TERM OF EXISTENCE

THE CORPORATION IS TO HAVE PERPETUAL EXISTENCE.

ARTICLE VI. ADDRESS

THE INITIAL STREET ADDRESS IN THE STATE OF THE PRINCIPAL OFFICE OF THE CORPORATION SHALL BE: 409 SW 11<sup>TH</sup> ST  
FT. LAUDERDALE, FL 33315

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

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ARTICLE VII, INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITALLY.  
THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED  
BY THE BY-LAWS ADOPTED BY THE SHAREHOLDERS BUT SHALL NEVER  
BE LESS THAN ONE. THE NAME AND ADDRESS OF THE INITIAL DIRECTOR  
OF THIS CORPORATION: RICHARD KRIGEL

409 SW 11<sup>TH</sup> ST  
FT. LAUDERDALE, FL 33315

ARTICLE VIII, INCORPORATOR

THE NAME AND ADDRESS OF THE INCOPORATORS

RICHARD KRIGEL  
409 SW 11<sup>TH</sup> ST  
FT. LAUDERDALE, FL 33315

ARTICLE IX, BY-LAWS

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BY-LAWS SHALL BE  
VESTED IN THE BOARD OF DIRECTORS AND SHAREHOLDERS.

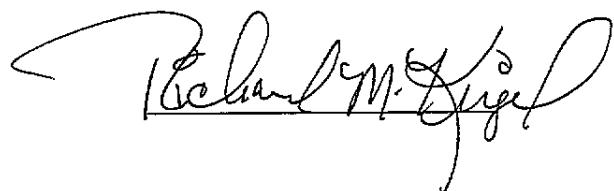
ARTICLE X, AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY  
PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY  
AMENDMENT TO THEM, AND ANY RIGHT CONFERRED UPON THE  
SHAREHOLDER IN SUBJECT TO THIS RESERVATION.

ARTICLE XI, S CORPORATION

THIS CORPORATION MAY BE AN S CORPORATION AS DEFINED BY THE  
INTERNAL REVENUE CODE.

IN WITNESS WHEREOF, THE UNDERSIGNED, AS SUBSCRIBING INCORPORATORS, HAVE HERE INTO SET OUR HANDS AND SEALS THIS 21 DAY OF MAY 01 FOR THE PURPOSE OF FORMING THIS CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, AND HEREBY MAKE AND FILE, IN THE OFFICE OF THE SECRETARY OF THE STATE OF FLORIDA, THESE ARTICLES OF INCORPORATION, AND CERTIFY THAT THE FACTS ARE TRUE.



Elise Gropper 5/21/01



ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

THE REGISTERED AGENT, PAUL THILEM, LOCATED AT 6554 NW 43<sup>RD</sup> COURT, CORAL SPRINGS, FLORIDA 33067, ACCEPTS THIS POSITION AS SIGNED BELOW:

Paul Thilem  
PAUL THILEM

THE REGISTERED OFFICE WILL BE LOCATED AT 6554 NW 43<sup>RD</sup> COURT, CORAL SPRINGS, FLORIDA 33067.

Paul Thilem  
PAUL THILEM

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**F I L E D**