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OF
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OF COUNSEL

DONALD E. OSWALD
MEMBER OF FLORIDA BAR

JASON BARNETT
MEMBER OF FLORIDA BAR

PO1000061324

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

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-06/18/01--01113--001
*****78.75 *****78.75

Attn.: New Corporate Filings

Re: ***R & R Financial, Inc.***

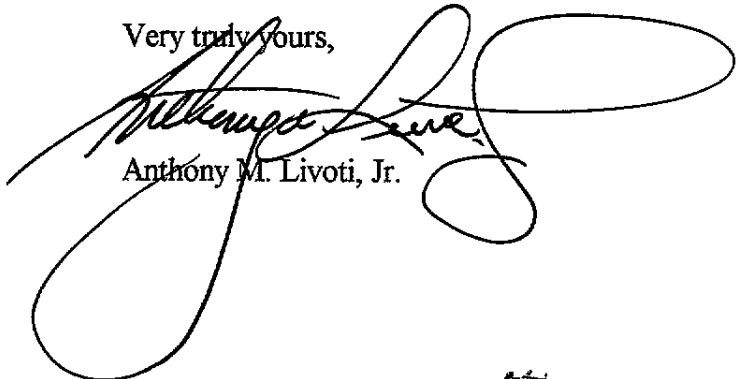
Dear Sir or Ms.:

RECEIVED
06/13/01

Enclosed please find the original and one (1) copy of proposed Articles of Incorporation for the above named entity. Also enclosed please find our firm's check in the sum of \$78.75 (\$35.00 for filing fee, \$35.00 for Registered Agent's fee and \$8.75 for certified copy of Articles of Incorporation). Please return the certified copy of the subject Articles to this office at your earliest convenience.

Should you have any questions, please do not hesitate to give us a call.

Very truly yours,


Anthony M. Livoti, Jr.

/Imec

Enclosure(s)

metzger\&r settlements inc\secretary of state - new filing.1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JUN 20 2001

**ARTICLES OF INCORPORATION
OF**

R & R FINANCIAL, INC.

Article I. - Name of Corporation

The name of the Corporation is **R & R FINANCIAL, INC.**

Article II. - Existence

This Corporation shall have perpetual existence, and shall commence upon the signing and acknowledging of these Articles.

Article III. - Purpose

This Corporation is organized for the purposes of transacting any and all lawful business.

Article IV. - Shares of Stock

This Corporation is authorized to issue one hundred (100) shares at One and No/100 (\$100.00) Dollar par value common stock.

Article V. - Designation of Voting Power(s)

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

Article VI. - Purchase of Stock

Every Shareholder, upon sale for cash of any new stock of this Corporation of the same kind, class or series as that which the Shareholder already holds, shall have the right to purchase his or her

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TALLAHASSEE, FLORIDA

pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VII. - Resident Agent

The street address of the initial Registered Agent of this Corporation is **721 N.E. 3rd Ave., Ft. Lauderdale, FL 33304** and the name of the initial Registered Agent of this Corporation at that address is **Anthony M. Livoti, Jr., Esquire**.

Article VIII. - Initial Board of Directors

This Corporation shall initially have one (1) Director. The number of Directors may increase from time to time by the Corporation's By Laws, but shall never be less than one (1). The name and address of the initial Director of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
Reggie L. Metzger	1135 N. Victoria Park Rd., #3 Ft. Lauderdale, FL 33304

Article IX. - Capital to Begin Business

The stock of this Corporation shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954 as added by the Small Business Tax Revision Act of 1958. The amount of capital which this Corporation will begin business shall not be less than Five Hundred and No/100 (\$500.00) Dollars.

Article X. - Incorporator

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Reggie L. Metzger	1135 N. Victoria Park Rd., #3 Ft. Lauderdale, FL 33304

Article XL - Amendments

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation

[Signature]

06-13-01

[Signature]
Reggie L. Metzger

STATE OF FLORIDA :
: SS.
COUNTY OF BROWARD :

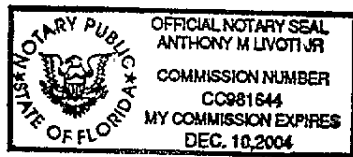
BEFORE ME, the undersigned authority, personally appeared **Reggie L. Metzger**, who is personally known or who has produced _____ as identification and who first, being duly sworn on oath, acknowledged before me that he executed the above and foregoing instrument for the intent and purposes therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL in the County and State last aforesaid on

06-13-01

[Signature]

Notary Public, State of Florida (at Large)
Printed Name: Anthony M. Livot Jr.
Commission No.: _____
My Commission Expires: _____



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

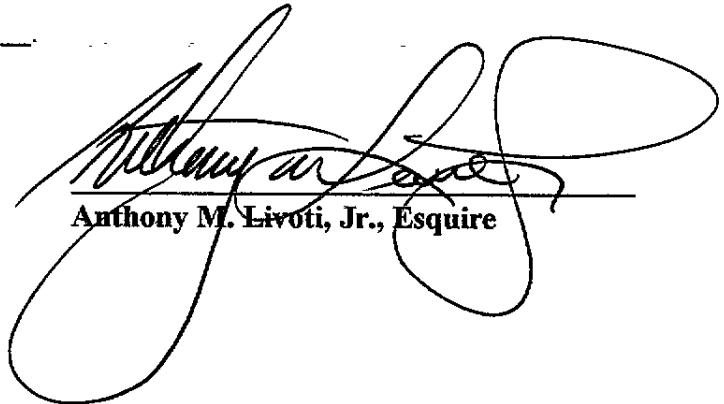
Pursuant of Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That **R & R FINANCIAL, INC.** desiring to organize under the laws of the State of Florida, with its principal office located at **1135 N. Victoria Park Rd., #3, Ft. Lauderdale, FL 33304**, as indicated in the Articles of Incorporation, has named **Anthony M. Livoti, Jr., Esquire** with offices located at **721 N.E. 3rd Ave., Ft. Lauderdale, FL 33304**, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been made to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

DATED: 06-13-01



Anthony M. Livoti, Jr., Esquire

metzger, reggie&r settlements inc.\articles of incorporation.1

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01 JUN 19 AM 11:44
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TALLAHASSEE, FLORIDA