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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 JAN 15 PM 2:55

F. CHESLER JAN 23

210 SW 2nd Avenue *suite A*
Gainesville, FL. 32601
December 4, 2002.

Florida Secretary of State
The Capitol
Tallahassee, FL. 32314

Greetings,

Please accept the attached Articles of Incorporation for
Rinnestone, Inc., and the enclosed check for \$70.00 for filing.

Please return a certified copy to me at the above address.

Sincerely,


Eric Rinne

ARTICLES OF INCORPORATION

of

Rinnestone, Inc.

FILED OF STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
03 JAN 16 PM 12:55

We, the undersigned, hereby declare the purpose of forming a corporation for profit under the laws of the State of Florida.

Article I

The name of this corporation shall be: **Rinnestone, Inc.**

Article II

The general nature of the business of this corporation shall be all lawful business activity permitted under the laws of the State of Florida and under the laws of the United States of America, without exception. This corporation may perform any part of its business outside of the State of Florida and in the other states, colonies or territories of the United States of America, and in all foreign countries.

Article III

The maximum number of shares of stock of the corporation is authorized to have outstanding at any time shall be ONE HUNDRED (100) shares of ONE DOLLAR (\$1.00) par value each, which shares will all be COMMON STOCK.

Article IV

This corporation shall have perpetual existence.

Page 2, Articles of Incorporation, RinneStone, Inc.

Article V

The street address of the initial principal office of this corporation is 210 SW 2 Avenue, Gainesville, FL 32601.

The initial registered agent is Eric Rinne, 210 SW 2 Avenue, Gainesville, FL 32601.

Article VI

The number of directors shall be not less than one. The names of the initial directors of this corporation are:

Eric Rinne	518 NW 36 Terrace Gainesville, FL 32607
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Doug Stone	6415 NW 40 Terrace Gainesville, FL 32653
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Article VII

The name and address of each subscriber of these Articles of Incorporation, and the number of shares of stock each agrees to take are:

Eric Rinne	518 NW 36 Terrace Gainesville, FL 32607	50 shares
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Doug Stone	6415 NW 40 Terrace Gainesville, FL 32653	50 shares
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Article VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

Article IX

The By-Laws of this corporation may authorize issuance of both voting and non-voting series of common stock.


Eric Rinne

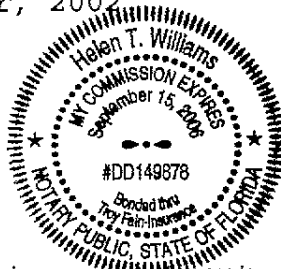

Doug Stone


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03 JAN 16 PM 12:55

STATE OF FLORIDA)
) SS
COUNTY OF ALACHUA)

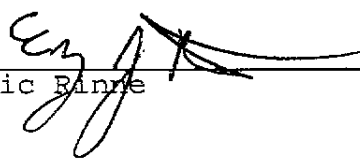
BE IT REMEMBERED, THAT ON THIS DAY before me personally appeared Eric Rinne and Doug Stone, parties foregoing instrument, who are personally known to me, and they acknowledged before me that they freely and voluntarily made, signed and executed the said instrument for the purposes stated therein, and that the facts therein stated are truly set forth.

WITNESS my hand and seal at Gainesville, Florida, this 4th day of December, 2002.




Notary Public,
State of Florida

I hereby accept appointment as Registered Agent for RinneStone, Inc.


Eric Rinne