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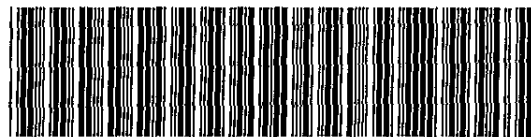
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2/10/03

**KEITH J. MERRILL, P.A.**  
**Attorney at Law**

*Keith J. Merrill, Esq.*  
*1320 South Dixie Highway*  
*Suite 731*  
*Coral Gables, Florida 33146*

*Florida and Pennsylvania Bars*  
*Telephone (305) 663-0506*  
*Facsimile (305) 667-8529*

January 31, 2003

**VIA FEDERAL EXPRESS**

Division of Corporation  
409 East Gaines Street  
Tallahassee, Florida 32399

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2003 FEB -3 AM 9:56  
MAIL ROOM

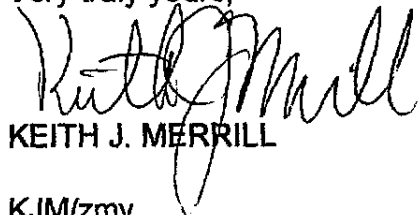
Re: R.B.M. International Corp.

Dear Sirs:

Enclosed please find the Articles of Incorporation of R.B.M. International Corp. Also enclosed please find my check in the amount of \$70.00 made payable to the Division of Corporations.

Please file the Articles of Incorporation of R.B.M. International Corp. in the ordinary course of business and return proof of incorporation in the self-addressed, stamped enclosed envelope. Your prompt cooperation will be appreciated.

Very truly yours,

  
KEITH J. MERRILL

KJM/zmv

Enclosures (Check and return envelope)

**ARTICLES OF INCORPORATION  
OF  
R.B.M. INTERNATIONAL CORP.**

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STATE  
CLERK OF COURTS  
DA

**ARTICLE I - NAME**

The name of the corporation is R.B.M. INTERNATIONAL CORP.

**ARTICLE II - DURATION**

The corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

This corporation may 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.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one thousand (1,000) shares of common stock, each share having the par value of one cent (\$0.01).

**ARTICLE V - ADDRESS**

The initial registered office of this corporation is 1320 South Dixie Highway, Suite 731, Coral Gables, Florida 33146. The name of the initial registered agent is Keith J. Merrill. The principal address of the corporation is 2475 Brickell Avenue, #1202, Miami, Florida 33131.

**ARTICLE VI - DIRECTORS**

The corporation shall have a board of directors consisting of at least one (1) individual. The initial directors board shall consist of one individual as follows:

Rafael B. Mendoza, 2475 Brickell Avenue, #1202, Miami, Florida 33131

**ARTICLE VII - PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

**ARTICLE VIII - SUBSCRIBER**

The name and street address of the incorporator of this corporation is as follows:

Rafael B. Mendoza, 2475 Brickell Avenue, #1202, Miami, Florida 33131

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

**ARTICLE IX - OFFICERS**

The name and address of the initial officers of this corporation who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

President/Director- Rafael B. Mendoza, 2475 Brickell Avenue, #1202, Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 29 day of January, 2003.

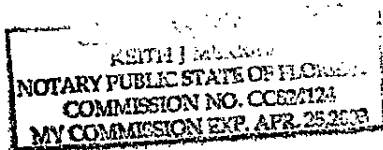
  
\_\_\_\_\_  
RAFAEL B. MENDOZA

(SEAL)

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

Before me, personally appeared, Rafael B. Mendoza, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and seal in the county and state above named this 29 day of January, 2003.



  
\_\_\_\_\_  
NOTARY PUBLIC - STATE OF FLORIDA  
My commission expires:

**ACCEPTANCE**

I CERTIFY that I am a permanent resident of Miami-Dade County, Florida, whose place of residence and post office address are as set forth above. I accept the foregoing designation as Registered Agent.

DATED this 29 day of January, 2003.

  
\_\_\_\_\_  
KEITH J. MERRILL