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MESHULAM & ASSOCIATES, P.A.

PROFESSIONAL ASSOCIATION Attorneys at law

SUITE 105 2525 N. STATE RD. 7 HOLLYWOOD, FLORIDA 33021

TELEPHONE: 954-966-8472 FACSIMILE: 954-966-3662

September 30, 2003

TRANSMITTAL LETTER

Via Regular U.S. Mail

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

SUBJECT:

RPG Internet Corporation Proposed Corporate Name

Enclosed is an original and one copy of the Articles of Incorporation, a designation of registered agent, and a check for \$78.75. Please return one copy of the Articles of Incorporation stamped with the filing date.

FROM:

Nir Meshulam, Esquire Meshulam & Associates, P.A. 2525 North State Rd. 7 Suite 105 Hollywood, Florida 33021 (954) 966-8472

If you have any questions or concerns please do not hesitate to contact me.

Sincerely yours, Nir Meshulam, Esq.

NM/hm Enclosures

ARTICLES OF INCORPORATION OF

RPG Internet Corporation.

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I: NAME

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The name of this corporation shall be RPG Internet Corporation.

ARTICLE II: PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be 19901 E. Country Club Drive, #604, Aventura, Florida 33180.

ARTICLE III: NATURE OF BUSINESS

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: SHARES

All stock issued by this corporation shall be common voting stock of a single class. The number of shares of stock that this corporation is authorized to have outstanding at any time is 500.

ARTICLE V: INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent is Michael Polit, whose registered office is located at 19901 E. Country Club Drive, #604, Aventura, Florida 33180.

ARTICLE VI: DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This Corporation shall have One Director, Initially. The names and addresses of the initial members of the Board of Directors are:

Simon Glanzberg

1956 Stuart Street,

Dir.

Brooklyn, N. 11229.

Michael Polit

10097 Cleary Blvd., #286

Dir.

Plantation, Florida 33324

ARTICLE VII: OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Simon Glanzberg

President

1956 Stuart Street, Brooklyn, N.Y. 11229

Michael Polit

10097 Cleary Blvd., #286 Plantation, Florida 33324

Vice President

ARTICLE VI: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Michael Polit, 19901 E. Country Club Drive, #604, Aventura, Florida 33180.

The undersigned incorporator has executed these Articles of Incorporation this 36 by Day of September, 2003.

Signature

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to Florida law, the undersigned Corporation organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: RPG Internet Corporation.
- 2. The name and address of the registered agent and office is:

Michael Polit, 19901 E. Country Club Drive, #604, Aventura, Florida 33180.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

IGNATURE OF REGISTERED AGENT

DATE

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