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Division of Corporations

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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

RFR INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 22, 2003

FLORIDA FILING & SEARCH SERVICES

SUBJECT: RFR INC.
REF: W03000030652

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is P060001032185.

An effective date may be added to the Articles of Incorporation if a 2004 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Ingram
Document Specialist
New Filings Section

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida Corporation is:
RFR Ventures Inc.

Article II. Address

The Corporation's mailing address is:
1212 NW 102 Way
Coral Springs, FL 33071

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Florida Filing & Search Services, Inc.
1333 North Duval Street
Tallahassee, FL 32303

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Bassam AbiFaraj: 1212 NW 102 Way, Coral Springs, FL 33071
Kamil Elhassani: 4158 NW 9th Ave., Apt.#102, Coral Springs, FL 33065

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

American Incorporators Ltd.
1220 North Market Street
Wilmington, DE 19801
800-421-2661

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Article V. Capital Stock

The Corporation shall have the authority to issue 1,500 shares of common stock with no par value.

Article VI. Incorporator

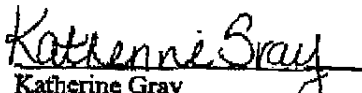
The name and address of the incorporator is:

Katherine Gray
1220 Market Street
Suite 606
Wilmington, DE 19801

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on October 27, 2003.

The undersigned incorporator executed these Articles of Incorporation on October 27, 2003.


Katherine Gray
Incorporator

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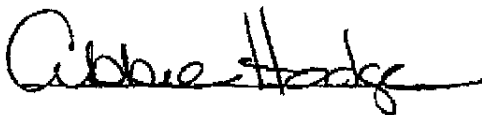
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:
RFR Ventures Inc.

REGISTERED AGENT/OFFICE
Florida Filing & Search Services, Inc.
1333 North Duval Street
Tallahassee, FL 32303

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Date: 10/27/03

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1220 North Market Street, Suite 606
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