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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : GREEN SCHOENFELD & KYLE LLP
Account Number : I20000000177
Phone : (239)936-7200
Fax Number : (239)936-7997

DOMESTICATION

R.A.T. Management, Inc.

| | |
|-----------------------|----------|
| Certificate of Status | 1 |
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE OF DOMESTICATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDAThe undersigned, Richard A. Thoma, President,
(Name) (Title)of RT Management Inc. a foreign corporation,
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was February 21, 1992.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Pennsylvania.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was RT Management Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is R.A.T. Management, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Pennsylvania.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Richard A. Thoma, of R.A.T. Management, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done

so this the 10 day of JANUARY, 2004.Richard A. Thoma
(Authorized Signature)

Filing Fee:

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|--|----------|
| Certificate of Domestication | \$50.00 |
| Articles of Incorporation and Certified Copy | \$78.75 |
| Total to domesticate and file | \$128.75 |

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**Articles of Incorporation****of****R.A.T. Management, Inc.****A Florida Corporation**

The undersigned incorporator to these Articles of Incorporation hereby associates to form a corporation (the "Corporation") under Chapter 607 of the Florida Statutes.

1. Name

The name of the Corporation is R.A.T. Management, Inc. The Corporation's principal office (and mailing address) is located at 15881 Grey Friars Court, Fort Myers, Florida 33912 in Lee County, Florida. The Board of Directors may from time to time move the principal office of the Corporation to any other address in the State of Florida.

2. Nature of Business

The Corporation is formed to engage or transact in any or all lawful activities or business permitted under the laws of the United States of America, the State of Florida or any other state, country, territory or nation.

3. Powers

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized.

4. Capital Structure

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of common stock having One Dollar (US\$1.00) par value per share.

5. Term of Existence

The date when corporate existence shall commence shall be the date of filing of these Articles of Incorporation in the office of the Secretary of State of the State of Florida, and the Corporation shall have perpetual existence thereafter.

6. Incorporator

The name and address of the incorporator of these Articles of Incorporation are: Richard A. Thoma, 15881 Grey Friars Court, Fort Myers, Florida 33912.

7. **Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 15881 Grey Friars Court, Fort Myers, Florida 33912, and the name of the initial registered agent at such address is Richard A. Thoma.

8. **Directors**

The affairs of the Corporation shall be managed by a Board of Directors, members of which shall be elected in accordance with Bylaws adopted for the Corporation. The first Board of Directors, consisting of those persons who shall serve until their successors are duly elected and qualified, shall be appointed by the incorporator pursuant to Florida Statutes Section 607.0205.

9. **Officers**

The Corporation shall have officers as provided in Bylaws adopted for the Corporation.

10. **Bylaws**

The Board of Directors shall provide such Bylaws for the conduct of the Corporation's business and for the carrying out of the Corporation's purposes as the Board of Directors may deem necessary from time to time.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation on JANUARY 10, 2004.


Richard A. Thoma, Incorporator

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Acceptance by Registered Agent

Having been named to accept service of process for the within-named Corporation, at the place designated hereinabove, I hereby accept the designation to act in this capacity, and acknowledge that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Richard A. Thoma
Richard A. Thoma, Registered Agent

Dated: JANUARY 10, 2004

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