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SECRETARY OF STATE
LLAHASSEF, FI DRIFA

SMALL BUSINESS ACCOUNTING, P.A.

MARC A. PAYNE, Accountant

2826 Shader Road Orlando, Florida 32808-3918

January 31, 2004

Department of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

Enclosed please find two copies of the Articles of Incorporation for:

R.E. Shaw, Inc.

and a check in the amount of \$70.00 for payment of Corporate filing fee and designation of registered agent.

Please forward completed Articles of Incorporation with the filing date stamped on it to the Incorporator:

Marc A. Payne 2826 Shader Road Orlando, FL 32808-3918

If you have any questions please call Marc A. Payne at 407-290-6382.

Marc A. Payne Incorporator

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I THE NAME OF THE CORPORAT

R.E. Shaw, Inc.

ARTICLE II THE PRINCIPAL PLACE OF BUSINESS/MAIL

725 S. North Lake Blvd. #78 Altamonte Springs, FL 32701

ARTICLE III THE PURPOSE FOR WHICH THIS CORPORATION'S ORGANIZED

Any and all Lawful Business

ARTICLE IV THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE

100 Shares

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Title - President/Director Robert E. Shaw 725 S. North Lake Blvd. #78 Altamonte Springs, FL 32701

ARTICLE VI THE REGISTERED AGENT NAME AND FLORIDA STREET ADDRESS

Robert E. Shaw 725 S. North Lake Blvd #78 Altamonte Springs, FL 32701

ARTICLE VII THE NAME AND ADDRESS OF THE INCORPORATOR

Marc A. Payne 2826 Shader Road Orlando, FL 32808

ARTICLE VIII EFFECTIVE DATE

The effective date for this Corporation shall be: January 30, 2004

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent

Signature/Indepropriator

Date 1/30/