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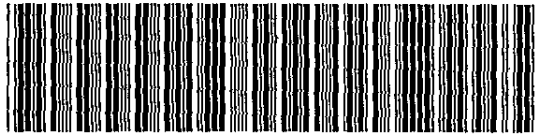
(Business Entity Name)

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DIVISION OF CORPORATIONS
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W04-42690

Bm 12/3

LAW OFFICE OF
R. WILLIAM FUTCH

610 SE 17TH STREET
OCALA, FLORIDA 34471
(352) 732-8080
FAX: (352) 732-8023
E-MAIL: rwfutchpa@aol.com

PLEASE REPLY TO:
POST OFFICE BOX 4885
OCALA, FLORIDA 34478

November 30, 2004

VIA U.P.S.

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: RAG ENTERTAINMENT ENTERPRISES, INC.

Dear Sir/Madam:

I am in receipt of and thank you for your letter of November 19, 2004 wherein you advised that RAG ENTERTAINMENT, INC., is not available. That being the case, my clients would like the name of RAG ENTERTAINMENT ENTERPRISES, INC.

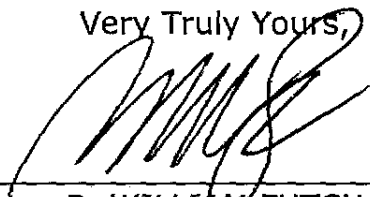
I enclose a copy of your November 19, 2004 letter to me along with the original revised Articles of Incorporation along with a copy of same of RAG Entertainment Enterprises, Inc.

Please return a conformed copy of the Articles of Incorporation to me in the envelope provided.

Thank you for your cooperation. If you have any questions, please contact me.

Very Truly Yours,

BY



R. WILLIAM FUTCH

RWF/kad
Enc.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 19, 2004

R WILLIAM FUTCH ESQ
PO BOX 4885
OCALA, FL 34478

SUBJECT: RAG ENTERTAINMENT, INC.
Ref. Number: W04000042690

We have received your document for RAG ENTERTAINMENT, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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

An effective date may be added to the Articles of Incorporation **if a 2005 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) 245-6931.

Becky McKnight
Document Specialist
New Filings Section

Letter Number: 904A00066044

**ARTICLES OF INCORPORATION
of
RAG ENTERTAINMENT ENTERPRISES, INC.**

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DIVISION 6
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**ARTICLE I
NAME**

The name of the corporation is RAG ENTERTAINMENT ENTERPRISES,
INC.

**ARTICLE II
DURATION**

The period of duration of the corporation is perpetual.

**ARTICLE III
PURPOSE**

The purpose is to engage in the sale and purchase of real estate
property and any other activities or business permitted under the laws of the
United States and Florida.

**ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office, if known, and the mailing address of the
corporation is Post Office Box 5130, Ocala, FL 34478.

**ARTICLE V
CAPITAL STOCK**

The corporation is authorized to issue 1,000 shares, all of one class, at
ONE and 00/100 (\$1.00) DOLLAR par value.

ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered office and agent of this corporation is:

- (A) Registered Agent: R. WILLIAM FUTCH
- (B) Registered Office: 610 S.E. 17th Street
Ocala, FL 34471

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the Bylaws of the corporation in the manner provided by law, but shall never be less than one (1). The name and addresses of the director of this corporation is:

Philip Glassman
Post Office Box 5130
Ocala, FL 34478

Scott K. Ritter
Post Office Box 1161
Ocala, FL 34478

Tina M. Anastasia
3101 S.W. 34th Avenue
Ocala, FL 34474

ARTICLE VIII
INCORPORATOR


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

R. WILLIAM FUTCH
610 S.E. 17th Street
Ocala, FL 34471

ARTICLE IX
AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions
contained in these Articles of Incorporation, or any amendment to these
Articles, and any right conferred upon the shareholders is subject to this
reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed
these Articles this 11 day of November, 2004.

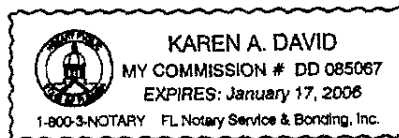


R. WILLIAM FUTCH

STATE OF FLORIDA)
COUNTY OF MARION)

BEFORE ME, a notary public duly authorized to take acknowledgments in the state and county set forth above, personally appeared R. WILLIAM FUTCH, known to me and known by me to be the person who executed the foregoing Articles and acknowledged to me that he executed the same freely and voluntarily.

WITNESS my hand and official seal this 11 day of November, 2004.



Karen A. David
Notary Public, State of Florida
My Commission Expires: 01/17/06

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in the Articles of Incorporation, I accept such appointment and am familiar with and accept the obligations provided for in §607.325, Fla. Stat.

DATED this 11 day of November, 2004,

R. William Futch
R. WILLIAM FUTCH
Registered Agent

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