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LAW OFFICE OF WILLIAM STACEY, P.A.

Attorney and Counselor at Law

The Quay at 17th Street Causeway
Post Office Box 460053
Fort Lauderdale, Florida 33346

Tel (954) 761-9898
Fax (954) 771-2116
williamstacey@aol.com

March 21, 2005

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Street Address:

409 East Gaines Street
Tallahassee, Florida 32399

Telephone Number: (850) 245-6052

SUBJECT: RRSR OF NAPLES, INC.

Enclosed are an original and copy of our articles of incorporation along with our check in the amount of **\$87.50 as the fee for filing the articles and returning a certificate of status and certified copy (copy is enclosed).**

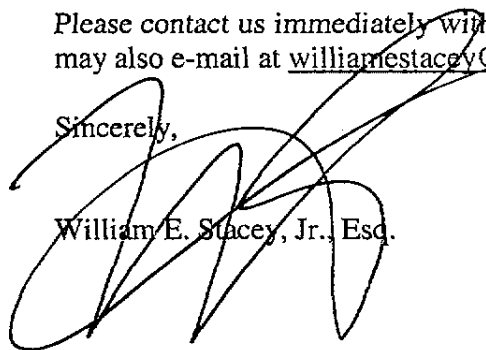
Our address and telephone are:

William E. Stacey, Jr., Esq.
Law Office of William Stacey, P.A.
633 Southeast 3rd Avenue, Suite 301
Fort Lauderdale, Florida 33301

Please contact us immediately with any concern. Our telephone number is (954) 761-9898. You may also e-mail at williamstacey@aol.com.

Sincerely,

William E. Stacey, Jr., Esq.



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**ARTICLES OF INCORPORATION
OF
RRSR OF NAPLES, INC.**

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be:

RRSR OF NAPLES, INC.

**ARTICLE II
CORPORATE ADDRESS**

The mailing address and the principal place of business of this Corporation shall be:

205 Northwest 12th Avenue
Pompano Beach, Florida 33069

**ARTICLE III
NATURE OF CORPORATE BUSINESS**

The Corporation shall have the power to engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

This Corporation is authorized to issue 100,000 shares of stock. All of the shares of stock shall be of a single class, designated as common. Shareholders shall be entitled to receive the net assets of the corporation upon dissolution. The shares of stock authorized shall have a par value of \$.01 per share.

**ARTICLE V
PREEMPTIVE RIGHTS**

This Corporation elects to have Preemptive Rights.

**ARTICLE VI
CUMULATIVE VOTING**

All shareholders of this Corporation are entitled to cumulate their votes for directors.

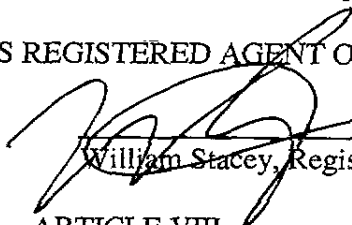
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CLERK OF DISTRICT COURT
NORTH DAKOTA

ARTICLE VII
INITIAL REGISTERED AGENT AND
DESIGNATION OF REGISTERED AGENT

The Corporation's initial registered agent and office to accept service of process within this state and otherwise for the purpose of complying with Florida law shall be:

William E. Stacey, Esq., 205 Northwest 12th Avenue, Pompano Beach, Florida 33069

I ACCEPT DESIGNATION AS REGISTERED AGENT OF THIS CORPORATION.

 *Mar 17, 2005*
William Stacey, Registered Agent

ARTICLE VIII
INITIAL DIRECTORS

The name and mailing address of the initial members of the first Board of Directors are:

Richard R. Rice, Jr., 205 Northwest 12th Avenue, Pompano Beach, Florida, 33069

Sheila G. Rice, 205 Northwest 12th Avenue, Pompano Beach, Florida, 33069

The Initial Members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation, or until successors are elected. The Initial Directors shall have the power to take all actions necessary to commence business, specifically including, but not limited to authorizing the opening bank accounts, loan and mortgage agreements, and the purchase of real property.

ARTICLE IX
INITIAL OFFICERS

The name and mailing address of the initial officers of the Corporation are:

President: Richard R. Rice, Jr.

Secretary/Treasurer: Sheila G. Rice,

205 Northwest 12th Avenue, Pompano Beach, Florida, 33069

The Initial Officers shall hold office until the first annual meeting of the Board of Directors of the Corporation, or until successors are elected. The Initial Officers shall have the power to take all actions necessary to commence business, specifically including, but not limited to opening bank accounts, entering into loan and mortgage agreements, and purchasing real property.

ARTICLE X
INDEMNIFICATION

The Corporation shall indemnify to the fullest extent permitted by law, any Director, Officer, Agent, Employee or Fiduciary who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise, including an action, suit or proceeding by or in the right of the Corporation which arises either as to said Director's, Officer's, Agent's, Employee's or Fiduciary's action in his/her official capacity and/or as to action while holding such office. In addition, the Corporation shall pay for or reimburse all expenses incurred by said Director, Officer, Agent, Employee or Fiduciary in advance of the final disposition of said action, suit or proceeding to the full extent permitted by law.

ARTICLE XI
INCORPORATOR

The name and post office address of the Incorporator is as follows:

William E. Stacey, Jr., Esq., PO Box 460053, Fort Lauderdale, Florida 33346

ARTICLE XII
COMMENCEMENT

Corporate existence will commence on immediately on issuance of the charter.

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

By: 

William E. Stacey, Jr. Esq., Incorporator.

Date: Nov 17, 2005