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(Business Entity Name)

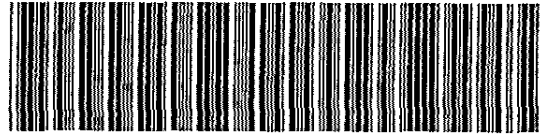
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2005 APR 14 P 1:57

FILED



CARROLL JAMES HARRIS

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www.saul.com

April 12, 2005

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Formation of RM Worth, Inc.

To Whom It May Concern:

Enclosed for filing, please find Articles of Incorporation for RM Worth, Inc. Also enclosed please find a Transmittal Letter and our Firm's check in the amount of \$78.75 for the filing fees for the above referenced matter.

Finally, I have enclosed an extra copy of the Articles of Incorporation to be date-stamped and returned to me in the self-addressed stamped envelope provided for your convenience. If you have any questions please call me.

Kindest regards.

Sincerely,

Carroll James Harris

Enclosure

ARTICLES OF INCORPORATION

OF

RM WORTH, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In Compliance with Chapter 607, F.S. (Profit)
THIS IS TO CERTIFY THAT:

ARTICLE I: The name of the corporation (which is hereinafter called the
"Corporation") is:

"RM Worth, Inc."

ARTICLE II: The address of the principal place of business of the Corporation is
100 Worth Avenue, Winthrop House PH10, Palm Beach, Florida 33480.

ARTICLE III: The Corporation is formed for the purpose of carrying on any lawful
business.

ARTICLE IV: The total number of shares of stock which the Corporation has
authority to issue is One Hundred (100) shares, par value, \$1.00 per share, all of one class.

ARTICLE V: The Corporation shall have a Board of one (1) Director unless the
number is increased or decreased in accordance with the bylaws of the Corporation. The initial
director is:

Richard E. McCready
100 Worth Avenue
Winthrop House PH10
Palm Beach, Florida 33480.

ARTICLE VI: The name of the initial Registered Agent of the Corporation is
Richard E. McCready, whose address is 100 Worth Avenue, Winthrop House PH10, Palm Beach,
Florida 33480.

ARTICLE VII: The name of the Incorporator of the Corporation is Richard E.
McCready, whose address is 100 Worth Avenue, Winthrop House PH10, Palm Beach, Florida
33480.

ARTICLE VIII: Unless and except to the extent that the bylaws of the Corporation
shall so require, the election of the Directors of the Corporation need not be by written ballot.

ARTICLE XI: The Corporation reserves the right at any time, and from time to
time, to amend, alter, change or repeal any provision contained in these Articles of Incorporation.

and other provisions authorized by the laws of the State of Florida; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to these Articles of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this Article XI.

ARTICLE X: No holder of shares of stock shall have any preemptive right to subscribe to or purchase any additional shares of stock; provided, however, that the Board of Directors may, in authorizing the issuance of shares of stock, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

ARTICLE XI: In furtherance and not in limitation of the powers conferred by the general laws of the State of Florida, the Board of Directors is expressly authorized and empowered to adopt, amend and repeal the bylaws of the Corporation, subject to the power of the stockholders of the Corporation to amend or repeal any bylaw made by the Board of Directors.

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in the attached Articles of Incorporation, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.


Richard E. McCready, Registered Agent

MARCH 30, 2005
Date


Richard E. McCready, Incorporator

MARCH 30, 2005
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA