

FROM

Division of Corporations

FAX NO. :

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Florida Department of State  
Division of Corporations  
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From:

Account Name : REZNICK & FRASER, P.A.  
Account Number : I20030000107  
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FLORIDA  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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FILED

**FLORIDA PROFIT CORPORATION OR P.A.**

**RG Management Inc.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 0       |
| Page Count            | 01      |
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**RG MANAGEMENT OF NORTH FLORIDA INC.**

The undersigned incorporator, for the purpose of forming a corporation in the state of Florida, hereby adopts the following Articles of Incorporation.

**Article I**

**Name and Duration**

The name of this corporation is RG Management of North Florida Inc. The duration of the corporation is perpetual. The effective date upon which this corporation shall come into existence shall be the date these Articles are filed by the Secretary of State of the State of Florida.

**Article II**

**Principal Office**

The address of the principal office and mailing address of the corporation in the State of Florida is 4745 Sutton Park Ct., Suite 202, Jacksonville, FL 32224.

**Article III**

**Registered Office and Agent**

The street address of the registered office of this corporation is 4745 Sutton Park Ct., Suite 202, Jacksonville, FL 32224, and the name of the registered agent of this corporation at that address is William R. Giles.

**Article IV**

**Capital Stock**

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having no par value.

**Article V**

**Directors**

1. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one (1). The manner of selection of directors shall be as provided in the bylaws of the corporation.

2. The names and street addresses of the initial members of the board of directors of this corporation are:

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Name

Address

William R. Giles

4745 Sutton Park Ct., Suite 202  
Jacksonville, Florida 32224

John Cabell Melvor

4745 Sutton Park Ct., Suite 202  
Jacksonville, Florida 32224

3. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

**Article VI**

Bylaws

The power to adopt, amend or repeal bylaws for the management of this corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to the amendment or repeal by the Board of Directors.

**Article VII**

Incorporator

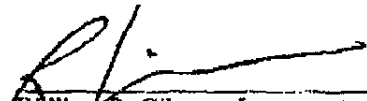
The name and street address of the incorporator of this corporation is William R. Giles, 4745 Sutton Park Ct., Suite 202, Jacksonville, Florida 32224.

**Article VIII**

Amendment

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles this 22nd day of November, 2005.

  
William R. Giles, as Incorporator

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OFFICE OF THE CLERK  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with applicable provisions of the Florida Business Corporations Act, the following is submitted:

RG Management of North Florida Inc., desiring to organize or qualify under the laws of the State of Florida, hereby designates William R. Giles as its registered agent to accept service of process within the State of Florida, and the address of its registered office shall be 4745 Sutton Park Ct., Suite 202, Jacksonville, FL 32224.

November 22, 2005


RG MANAGEMENT OF NORTH  
FLORIDA INC.

By:

  
William R. Giles, President

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

November 22, 2005

  
William R. Giles, as Registered Agent

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