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DIVISION OF CORPORATIONS
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VR

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June 26, 2006

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

VIA FEDERAL EXPRESS

Re: The R.A. Allen Company, Inc.
Certificate of Domestication

Dear Sir or Madam:

Enclosed please find the following:

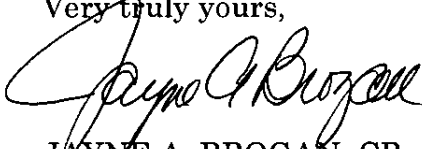
- Original and one (1) copy of the Certificate of Domestication; and
- Original and one (1) copy of the Articles of Incorporation.

Also enclosed is our check in the amount of \$137.50. Kindly provide us with notification when this entity is domesticated.

If you require anything further, please contact our office at your earliest convenience.

Thank you for your assistance in this regard.

Very truly yours,


JAYNE A. BROGAN, CP,
Paralegal

/jab
Enclosures

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DIVISION OF CORPORATIONS**CERTIFICATE OF DOMESTICATION** 06 JUN 27 AM 9:22

The undersigned, ALEXANDER ALLEN, President of THE R.A. ALLEN COMPANY, INC., a foreign corporation, in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was July 24, 1980.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Massachusetts.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was THE R.A. ALLEN COMPANY, INC.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is THE R.A. ALLEN COMPANY, INC.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was 38A Harbor Street, New Bedford, Massachusetts 01773.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.
7. This corporation was authorized to do business in Florida on July 27, 2005, under Document Number #05000004364.

I am President of THE R.A. ALLEN COMPANY, INC. and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this 8 day of June, 2006.



ALEXANDER ALLEN

ARTICLES OF INCORPORATION**OF****THE R.A. ALLEN COMPANY, INC.**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

06 JUN 27 AM 9:22

ARTICLE I - NAME

The name of this corporation is THE R.A. ALLEN COMPANY, INC.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series, as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 505 Beachland Blvd., Suite 5, Vero Beach, FL 32963 and the name of the initial registered agent of this corporation at that address is ALEXANDER ALLEN.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
ALEXANDER ALLEN	505 Beachland Blvd., Suite 5 Vero Beach, FL 32963

ARTICLE IX - INCORPORATORS

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

<u>NAME</u>	<u>ADDRESS</u>
ALEXANDER ALLEN	505 Beachland Blvd., Suite 5 Vero Beach, FL 32963

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI**APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII - COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XIII - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

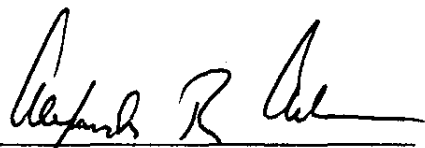
ARTICLE XIV - AMENDMENT

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

ARTICLE XV - PRINCIPAL OFFICE

The principal office address and mailing address of this corporation shall be 505 Beachland Blvd., Suite 5, Vero Beach, FL 32963.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8 day of June, 2006.



ALEXANDER ALLEN, INCORPORATOR

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST that THE R.A. ALLEN COMPANY, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Vero Beach, County of Indian River, State of Florida, has named ALEXANDER ALLEN, located at 505 Beachland Blvd., Suite 5, Vero Beach, FL 32963, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

 (S)

ALEXANDER ALLEN

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