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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

rino holdings, inc.

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PREPARED BY:
Richard K. Stanton, Esq.
150 NW 183RD Street, Suite 200
Miami, Florida 33169
(305) 493-4040

(3)

ARTICLES OF INCORPORATION

RINO HOLDINGS, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is RINO HOLDINGS, INC.

ARTICLE II

The existence of the corporation shall begin on AUGUST 5, 2006.

ARTICLE III

The street address of the principal office of the Corporation is 150 N.W. 183rd Street, Miami Gardens, FL 33169.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is one thousand 1000, all of which shall be Common Shares. All common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's principal office is 150 N.W. 183rd Street, Miami Gardens, FL 33169. The initial registered agent for the Corporation and address is Richard K. Stanton, Esq., at The Law Office of Richard K. Stanton, 150 N.W. 183rd, Suite 200, Miami Gardens, FL 33169.

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ARTICLE VI

The initial board of directors shall consist of two (2) members. The names and address of the persons who will serve on the initial board of directors are RICHARD K. STANTON and NORMAN F. HICKMORE, at 150 N.W 183rd Street, Miami Gardens, FL 33169.

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

Richard K. Stanton, Esq.
150 NW 183rd Street, Suite 200
Miami, FL 33169

ARTICLE VIII


The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 2nd day of August, 2006.


RICHARD K. STANTON
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for RINO HOLDINGS, INC., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S.607.0501(3).


RICHARD K. STANTON, ESQ.
Date: August 2, 2006

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