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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

10/10/06

TRANSMITTAL LETTER

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

Subject: *R3 Logistics, Inc.*
(Proposed Corporate Name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$122.50.

From: *Luther J. Rongstad*
(Name)

1299 Calcutta Drive
(Address)

Gulf Breeze, FL 32563
(City, State & Zip)

(850)-932-8877
(Telephone Number)

Note: Additional copy of articles is needed when certified copy is requested.

ARTICLES OF INCORPORATION

R3 Logistics, Inc.

The undersigned incorporator, for the purposed of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

R3 Logistics, Inc.

ARTICLE II - PRINCIPAL OFFICE

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

*1299 Calcutta Drive
Gulf Breeze, FL 32563*

ARTICLE III - CAPITAL STOCK

The number of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares

**ARTICLE IV -
INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

*Luther J. Rongstad
1299 Calcutta Drive
Gulf Breeze, FL 32563*

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

*Luther J. Rongstad
1299 Calcutta Drive
Gulf Breeze, FL 32563*

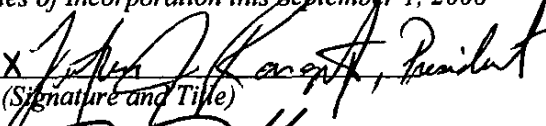
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

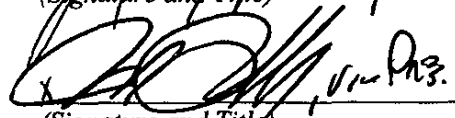
**ARTICLE VI –
OFFICERS OF THE CORPORATION**

The name and title of the officer(s) of this Corporation is(are):

*Luther J. Rongstad, President
James M Rowcliff, Vice-President*

The undersigned has (have) executed these Articles of Incorporation this September 1, 2006

X  *President*
(Signature and Title)

X  *Vice Pres.*
(Signature and Title)

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

- 1.) The name of the Corporation is:

R3 Logistics, Inc.

- 2.) The name and address of the registered agent and office is:

*Luther J. Rongstad
1299 Calcutta Drive
Gulf Breeze, FL 32563*

Signature: _____

(Corporate Officer)

Title: _____

Date: _____

8/05/06

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

Signature: _____

Date: _____

8/05/06