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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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DEPARTMENT OF STATE

250 ROYAL PALM WAY

STATE OF FLORIDA

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PALM BEACH FL 33480-

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: REN GP CORP

FAX AUDIT NUMBER: H95000004033

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/10/1995

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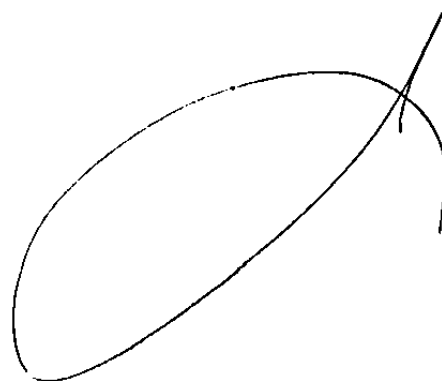
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- DIV OF CORPORATIONS# 2

FAX AUDIT #H95000004033

**ARTICLES OF INCORPORATION
OF
RKN GP CORP.**

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THE
STATE
OF
FLORIDA
APR 10 1995
TALLAHASSEE

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be RKN GP CORP.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, including, but not limited to acting as partner of one or more partnerships and any other legal business.

ARTICLE III. CAPITAL STOCK

The total number of shares of all classes which the corporation shall be authorized to issue is Ten Thousand (10,000) shares of common stock having a \$.01 par value per share.

ARTICLE IV. ADDRESS

The mailing address of the corporation is c/o Renaissance Group, 330 Clematis Street, Suite 218, West Palm Beach, Florida 33401.

The street address of the initial registered office of the corporation is c/o Renaissance Group, 330 Clematis Street, Suite 218, West Palm Beach, Florida 33401, and the name of the initial registered agent of the corporation at that address is David W. Frisbie.

FAX AUDIT #H95000004033

Jonathan E. Cole
Florida Bar No. 335622
Edwards & Angell
250 Royal Palm Way
Palm Beach FL 33480
(407) 833-7700

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ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have one (1) director initially. The name and street address of the initial member of the Board of Directors is:

David W. Frisbie

c/o Renaissance Group
330 Clematis Street, Suite 218
West Palm Beach, Florida 33401

ARTICLE VII. INDEMNIFICATION

A. The Corporation shall to the fullest extent permitted by law indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

B. The Corporation may pay in advance any expenses (including attorneys' fees) that may become subject to indemnification under paragraph A above if the person receiving the advance payment of expenses undertakes in writing to repay such payment if it is ultimately determined that such person is not entitled to indemnification by the Corporation under paragraph A above.

C. The indemnification provided by paragraph A above shall not be exclusive of any other rights to which a person may be entitled by law, bylaw, agreement, vote or consent of stockholders or directors, or otherwise.

D. The indemnification and advance payment provided by paragraphs A and B above shall continue as to a person who has ceased to hold a position named in paragraph A above and shall inure to such person's heirs, executors, and administrators.

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E. The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or who serves or served at the Corporation's request as a director, officer, employee, agent, partner, or trustee of another corporation or of a partnership, joint venture, trust, or other enterprise, against any liability asserted against such person and incurred by such person in any such capacity, or arising out of such person's status as such, whether or not the Corporation would have power to indemnify such person against such liability under paragraph A above.

F. If any provision in this Article shall be invalid, illegal, or unenforceable, the validity, legality, and enforceability of the remaining provisions shall not in any way be affected or impaired thereby, and, to the extent possible, effect shall be given to the intent manifested by the provision held invalid, illegal, or unenforceable.

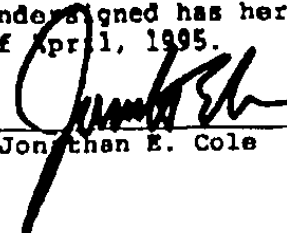
ARTICLE VIII. CERTAIN LIMITATIONS ON LIABILITY OF DIRECTORS

Except to the extent that the Business Corporation Act of the State of Florida prohibits the elimination or limitation of liability of directors for breach of the duties of a director, no director of the Corporation shall have any personal liability for monetary damages for any statement, vote, decision, or failure to act, regarding corporate management or policy. No amendment to or repeal of this provision shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

ARTICLE IX. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is: Jonathan E. Cole, 250 Royal Palm Way, #300, Palm Beach, Florida 33480.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 10th day of April, 1995.


Jonathan E. Cole

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FAX AUDIT NO. H95000004033

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

The following is submitted in accordance with the requirements of
Chapter 48.091, Florida Statutes:

NEW GP CORP., desiring to organize under the laws of the State
of Florida with its registered office, as indicated in the
Articles of Incorporation, in the Town of Palm Beach, County of
Palm Beach, State of Florida, has named David W. Frisbie, located
at 330 Clematis Street, Suite 218, West Palm Beach, Florida 33401,
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 Chapter 48.091, F.S. relative to keeping open said
office.

Accepted this 7 day of April, 1995.


David W. Frisbie

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TALLAHASSEE, FLORIDA

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