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6/12/95 FLORIDA DIVISION OF CORPORATIONS
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DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-00000000
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: RTE, INC.
FAX AUDIT NUMBER: H95000005375
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ARTICLES OF INCORPORATION
OF

RTE, Inc.

ARTICLE I

NAME

The name of this corporation is RTE, Inc.

ARTICLE II

PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES</u> <u>AUTHORIZED</u>	<u>PAR VALUE</u> <u>PER SHARE</u>	<u>CLASS OF</u> <u>STOCK</u>
1,000	\$1.00	Common

H9500005375

prepared by CHARLES J KNOWLES CPA (FL)
Phone # 605-5202
7550 RED RD. #112
S. MIAMI, FL 33143

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TALLAHASSEE, FLORIDA

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL ADDRESS

The initial principal street address of this corporation and the name and address of the initial registered agent of this corporation are as follows:

REGISTERED AGENT
REGISTERED OFFICE

JAMES A. THOMAS
11420 N. KENDALL DR.
SUITE 107
MIAMI, FL 33176

PRINCIPAL STREET
ADDRESS

15900 S.W. 90th AVENUE
MIAMI, FL. 33157

ARTICLE V

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors 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. The name and address of the directors of this corporation is as follows:

NAME

ADDRESS

JAMES A. THOMAS

11420 N. KENDALL DR.
SUITE 107
MIAMI, FL. 33176

STEVEN A. RATNER

15900 S.W. 90th AVENUE
MIAMI, FL. 33157

ARTICLE VI

INCORPORATOR

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

NAME

ADDRESS

JAMES A. THOMAS

11420 N. KENDALL DR.
SUITE 107
MIAMI FL 33176

prepared by CHARLES J KNOWLES CPA (FL)

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ARTICLE VII

INDEMNIFICATION

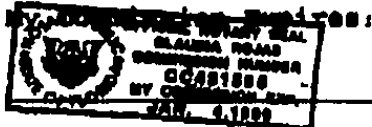
The corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.


IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12 day of MAY, 1995.


JAMES A. THOMAS

STATE OF FLORIDA
COUNTY OF DADE

The foregoing Articles of Incorporation were acknowledged before me this 12 day of MAY, 1995 by JAMES A. THOMAS.




NOTARY PUBLIC, State of Florida
At Large

H9500005375

CERTIFICATE OF DESIGNATING REGISTERED AGENT

Pursuant to Chapter 607, Florida Statutes, the Following is submitted in compliance with said Act:

That desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in Article IV of the Certificate of Incorporation, at the City of Miami, County of Dade, State of Florida, has named JAMES A. THOMAS, located at 11420 N. KENDALL DR. SUITE 107, Miami, FL. 33176, County of Dade, State of Florida, as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation at the place designated in this Certificate, by and through JAMES A. THOMAS, as an authorized officer thereof, hereby agrees to act in this capacity, and agrees to comply with the provisions of all statutes relative to the proper and complete discharge of the duties.

Dated this 12 day of MAY, 1995.

REGISTERED AGENT:

By: James A. Thomas
JAMES A. THOMAS
 Authorized Officer

prepared by CHARLES J KNOWLES CPA (FL)

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