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September 14, 1995

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DEPT. OF STATE

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314
OCK Locknee
Re: River Investments, Inc.

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

Sincerely,



OCK Locknee
Ross Langford, President
River Investments, Inc.
441 Mashas Sands Road
Panacea, Florida 32346

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ARTICLES OF INCORPORATION

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of Florida, adopt the following articles of incorporation:

FIRST

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The name of the corporation is: River Investments, Inc.

SECOND

The period of its duration is: Until dissolved by the Board of Directors or terminated by an Act of Law.

THIRD

The purpose of the corporation is: To conduct any and all lawful business activities as provided by Florida Statutes as well as to specifically hold, invest, mortgage, transfer and deliver all documents necessary in connection with real, personal, tangible or mixed property wherever situate. To purchase and receive in the corporate name, shares of whatever nature or class of foreign or domestic corporations to trade, sell, transfer, transfer of hold these shares for the corporate benefit. The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise admissible lawful purposes which may become necessary, profitable or desirable.

FOURTH

The aggregate number of authorized shares is: 1000 (one thousand), no par value.

FIFTH

The corporation will not commence business until at least \$1.00 (one) dollar and other valuable consideration has been received by it as consideration for the issuance of shares.

SIXTH

Cumulative voting of shares of stock authorized: One share of Common Stock equals one vote.

SEVENTH

There are no provisions which limit or deny the preemptive right of the shareholders to acquire additional or treasury shares of stock.

EIGHTH

Provisions for regulating the internal affairs of the corporation are established by the by-laws.

NINTH

The address of the initial registered office of the corporation is: 441 Mashas Sands Road, Panacea, Florida 32346. The name of its initial registered agent at such address is: Mr. Ross Langford.

TENTH

The address of the principal place of business is: 441 Mashas Sands Road, Panacea, Florida 32346.

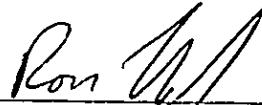
ELEVENTH

The number of directors constituting the initial board of directors of the corporation is one, and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and shall qualify is: Mr. Ross Langford, 441 Mashas Sands Road, Panacea, Florida 32346.

TWELFTH

The name and address of each incorporator is: Mr. Ross Langford, 441 Mashas Sands Road, Panacea, Florida 32346.

The undersigned has executed these Articles of Incorporation on 14 day of September



Ross Langford/President

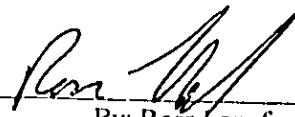
DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

- OCKhoe Kuee
1. The name of the corporation is **River Investments, Inc.**
 2. The name of the registered agent is **Mr. Ross Langford.**
 3. The address of the registered agent/registered office is **441 Mashas Sands Road, Panacea, Florida 32346.**

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


By: Ross Langford, President

September 14, 1995