

**CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
TOLL FREE No. 1-800-342-8052  
FAX (904) 222-1222

NAME \_\_\_\_\_

FIRM \_\_\_\_\_

ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JAN -4 PM12:35 RECEIVED  
96 JAN -4 PM12:21

REQUEST TAKEN CONFIRMED APPROVED  
DATE 1/4/96  
TIME 11:00 CK No.  
BY C.D.

WALK-IN  
Will Pick Up \_\_\_\_\_

RE: R.S. Libra International  
Corp.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U B-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement	300001678303 -01/04/96-01014-018 ****122.50 ****122.50	
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ( )		
Top Priority		
Express Mail Prop.		
FAX ( ) pps.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

ARTICLES OF INCORPORATION  
OF

R.S. LIBRA INTERNATIONAL CORP.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JAN -4 PM 12:35

ARTICLE I. NAME

The name of the corporation is R.S. LIBRA INTERNATIONAL CORP.

ARTICLE II. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue three hundred (300) shares of One Dollar (\$1.00) par value common stock which shall be designated as common stock.

ARTICLE IV. VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7740 Northtree Way, Lake Worth, Florida 33467 and the name of the initial registered agent of this corporation at that address is RONALD J. SULLIVAN.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director(s) 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 (1) director. The name and address of the initial director(s) of this corporation is:

RONALD J. SULLIVAN  
7740 Northtree Way  
Lake Worth, FL 33467

GERALDINE PARRAZZO  
7740 Northtree Way  
Lake Worth, FL 33467

ARTICLE VII. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

RONALD J. SULLIVAN  
7740 Northtree Way  
Lake Worth, FL 33467

ARTICLE VIII. PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation will be 7740 Northtree Way, Lake Worth, Florida. The mailing address of the corporation shall be 7740 Northtree Way, Lake Worth, FL 33467.

ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the share holders.

ARTICLE X. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI. AMENDMENT

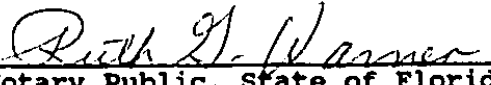
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on January 3rd, 1996.

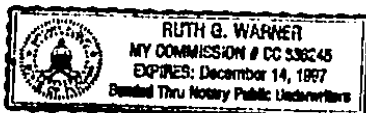
  
RONALD J. SULLIVAN

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 3rd day of January, 1996 by RONALD J. SULLIVAN as Incorporator of R.S. LIBRA INTERNATIONAL CORP., a Florida corporation to be formed, on behalf of the corporation. He/She is personally known to me or has produced DRIVERS LICENSE (type of identification) as identification and did not take an oath.

  
Notary Public, State of Florida  
Name: Ruth G. Warner

My commission expires:



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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

96 JAN -4 PM 12:35

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with this Statute:

That R.S. LIBRA INTERNATIONAL CORP., desiring to organize under the laws of the State of Florida as indicated in the Articles of Incorporation, has named Ronald J. Sullivan located at 7740 Northtree Way, Lake Worth, Florida 33467, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open this office.

  
RONALD J. SULLIVAN  
Registered Agent