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OFFICE
BARTHEL & PRIETO, P.A.

414 COURTHOUSE TOWER
44 WEST FLAGLER STREET
MIAMI, FLORIDA 33130

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FAX (305) 350-0062

STANLEY JAY BARTEL
EDWARD G. PRIETO

January 29, 1996

4000017095074
-02/08/96--01018--006
***122.50 ***122.50

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: RLS Financial Services

Dear Sir or Madam:

Please find enclosed an original and one copy of the executed Articles of Incorporation for the above-captioned Florida corporation. We are also enclosing our check in the amount of \$122.50 to cover the following:

Filing Fee:	\$ 70.00
Certified Copy:	\$ 52.50
	<hr/>
	\$122.50

Thank you for your cooperation.

Sincerely,

STANLEY JAY BARTEL

DMC
2-6-96

SJB:ma
Enclosures

*Called 2-6-96
auth to correct R.
address Article XI.*

DIVISION OF CORPORATIONS

96 FEB -2 AM 6:05

RECEIVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 FEB -2 PM 2:46

FILED

AFFIDAVIT CONCERNING USE OF SIMILAR CORPORATE NAME

STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BEFORE ME the undersigned authority personally appeared LAWRENCE E. SINGER, ROBERT KESSELMAN, President and Secretary respectively of RLS FINANCIAL SERVICES, INC. and who constitute the majority of the Board of Directors, who, after being first duly sworn did state that they and the said RLS FINANCIAL SERVICES, INC., a Florida corporation, do hereby waive the one hundred and twenty (120) days waiting period within which the name of this corporation or any name similar thereto may be immediately assumed by another.



LAWRENCE E. SINGER
President



ROBERT KESSELMAN
Secretary

STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and acknowledgments, personally appeared LAWRENCE E. SINGER and ROBERT KESSELMAN who after being duly sworn did state that they are the President and Secretary respectively of the above corporation and that the above and foregoing facts are true and correct based upon their personal knowledge.

() The above individuals have produced _____ as a means of indentification.

(X)

The above individuals are personally known to the undersigned.

SWORN TO AND SUBSCRIBED before me this 24 day of January, 1996.

NOTARY PUBLIC:

Marilyn Renee Branson
(Sign)

Marilyn Renee Branson
(Print)

My Commission Expires:

OFFICIAL NOTARY SEAL
MARILYN RENE BRANSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC114702
MY COMMISSION EXPI. APR. 27, 1996

ARTICLES OF INCORPORATION
OF
RLS FINANCIAL SERVICES, INC.

FILED
96 FEB -2 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, does hereby organize and incorporate a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be: **RLS FINANCIAL SERVICES, INC.**

ARTICLE II

NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States or of this State.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) Shares of Common Capital Stock having a par value of One Dollar (\$1.00) Dollar per share.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Five Hundred

(\$500.00) Dollars.

ARTICLE V

BEGINNING OF CORPORATE EXISTENCE

The date of corporate existence is the date of filing of these Articles with the Secretary of State.

ARTICLE VI

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII

ADDRESS

The initial address of the principal office of this corporation in the State of Florida is:
7850 N.W. 146th Street, Miami Lakes, FL 33016.

The Board of Directors may, from time to time, move the principal office to any other address.

ARTICLE VIII

DIRECTORS

This corporation shall have two (2) Directors initially. The names of the initial Directors of this corporation and their street addresses are:

Lawrence E. Singer
1471 S.W. 159th Avenue
Pembroke Pines, FL 33027

Robert Kesselman
7720 S.W. 142nd Street
Miami, FL 33158

The number of Directors may be increased from time to time, in the manner provided

by the Bylaws as they may be initially adopted or amended from time to time.

ARTICLE IX

INITIAL OFFICERS

The names and addresses of the initial officers of this corporation, who shall hold office, absent earlier resignation, for the first corporate year, or until the approval of a majority of the Stockholders of the corporation, by consent in writing or at a meeting called for such purpose, is as follows:

President: Lawrence E. Singer
1471 S.W. 159th Avenue
Pembroke Pines, FL 33027

Secretary: Robert Kesselman
7720 S.W. 142nd Street
Miami, FL 33158

ARTICLE X

INITIAL SUBSCRIBER

The name and address of the initial subscriber to these Articles of Incorporation, who has agreed to subscribe to 250 shares of stock having a par value of One Dollar (\$1.00) per share, is Lawrence E. Singer, 1471 S.W. 159th Avenue, Pembroke Pines, FL 33027 and Robert Kesselman, 7720 S.W. 142nd Street, Miami, FL 33158.

ARTICLE XI

REGISTERED OFFICE AND REGISTERED AGENT

The Registered Office and Registered Agent of the corporation shall be: Lawrence E. Singer, 7850 N.W. 146th Street, Miami Lakes, Florida 33016.

ARTICLE XII
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a Stockholders' meeting by a majority of the Stockholders entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation is to be made.

ARTICLE XIII
BYLAWS

The Director or Directors of the corporation, with the approval of a majority of the Stockholders of the corporation, by consent in writing or at a meeting called for such purpose, shall have the power to make and amend its Bylaws.

ARTICLE XIV
VOTING

Where Stockholder approval is required for any action, other than Article XV action, a simple majority vote of the Stockholders, entitled to vote, of all individuals holding issued and outstanding voting stock of the corporation, shall be required.

ARTICLE XV
TRANSFER AND VOTING OF SHARES

The shareholders may enter into agreements among themselves and with the corporation for restricting the transfer of their shares; for voting shares and for the redemption of their shares by the corporation. Any such agreements, however, to be effective as between the corporation and the Stockholders, shall require the unanimous consent of all individuals holding

Issued and outstanding voting stock in the corporation.

IN WITNESS WHEREOF, the undersigned have hereunto set their hand and seal and have acknowledged and filed, in the Office of the Secretary of State of the State of Florida, as the subscriber of the foregoing Articles of Incorporation this 26th day of January, 1996.

Lawrence E. Singer
LAWRENCE E. SINGER
President

Robert Kesselman
ROBERT KESSILMAN
Secretary/Treasurer

STATE OF FLORIDA:
SS
COUNTY OF DADE :

Kesselman

BEFORE ME, the undersigned authority, personally appeared LAWRENCE E. SINGER & Robert who have produced (Personally known) as identification and who did (did not) take an oath, deposes and say that they have read the foregoing Articles of Incorporation and that they have freely and voluntarily executed same, for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in said County and State, this 26th day of January, 1996.

Marilyn Renee Branson
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My Commission Expires:

OFFICIAL NOTARY SEAL
MARILYN RENEE BRANSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC184702
MY COMMISSION EXP. APR. 27, 1996

Marilyn Renee Branson
(Name of Acknowledger Typed,
Printed or Stamped)
(Title or Rank)
(Serial Number, if any)

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

FILED

SEP 2 11 21 46


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That RLS FINANCIAL SERVICES, INC. desiring to qualify under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 7850 N.W. 146th Street, Miami Lakes, Florida 33016, has Lawrence E. Singer, located at 7850 N.W. 146th Street, Miami Lakes, Florida 33016, as its agent to accept 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, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


LAWRENCE E. SINGER
Resident Agent