

2/21/96

FLORIDA DIVISION OF CORPORATIONS

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SUITE 200

MIAMI, FL 33131

0000

FAX (904) 492-4000

CONTACT: RAY STORMONT

PHONE: (305) 541-3894

FAX: (305) 541-3770

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DOCUMENT TYPE:

FLORIDA PROFIT CORPORATION OR P.A.

NAME: R.B.T.K. CONSULTANTS AND FINANCIAL ADVISORS, INC.

FAX AUDIT NUMBER: H96000002403

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/21/1996

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ARTICLE VI

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VII

The street address of the initial registered and principal office of this Corporation is: 9513 Aeguan Drive, Boca Raton, Florida 33496 and the name of the initial registered agent of this Corporation is Richard D. Bettelli.

ARTICLE VIII

This Corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time. The initial director of this corporation is Richard D. Bettelli.

ARTICLE IX

The name and address of the incorporator signing these Articles of Incorporation is: Richard D. Bettelli, 9513 Aeguan Drive, Boca Raton, Florida 33496.

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the

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stock entitled to vote, 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 be made.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 16 day of February, 1996.

RICHARD D. BETTELLI
RICHARD D. BETTELLI

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared: Richard D. Betelli to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 16th day of February, 1996

Loudes L. Toro
NOTARY PUBLIC

My commission expires:

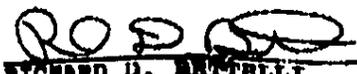


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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named Corporation, at the place designated in these Articles, I hereby accept this appointment and agree to comply with the provisions of Chapter 40.091, Florida Statutes, relative to keeping open said office.



RICHARD D. MATELLI
REGISTERED AGENT
9513 Algean Drive
Boca Raton, Florida 33496

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TALLAHASSEE, FLORIDA

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