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SHELLEY B. MUND, P.A.

LAW OFFICES

9900 W. SAMPLE ROAD
SUITE 300
CORAL SPRINGS,
FLORIDA
33065

TEL: (954) 341-4121

April 2, 1996

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: NEW FILING - RTS Group Inc.

500001781345
-04/16/96--01013--010
*****70.00 *****70.00

To Whom it May Concern:

Enclosed for filing please find the original plus one copy of the following:

ARTICLES OF INCORPORATION

Also enclosed is a firm check in the amount of \$70.00 to cover the cost of filing same.

It is my understanding that the copy will be certified and returned to the undersigned by your office. If you have any questions or concerns pertaining to this filing, please do not hesitate to contact me.

Very truly yours,


SHELLEY B. MUND

FILED
96 APR 16 PM 3:39
TALLAHASSEE, FLORIDA

D. BROWN APR 18 1996

**ARTICLES OF INCORPORATION
OF
LTS GROUP, INC.**

The undersigned subscriber to these articles of incorporation, a natural person competent to contract, hereby forms this Corporation under the laws of the State of Florida, pursuant to Florida Statutes, Chapter 607.

ARTICLE I. NAME

The name of the Corporation shall be :

LTS GROUP , INC.

The principal place of business of this corporation shall be 4691 North University Drive, Box Number 321, Coral Springs, Florida 33067.

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage in or transact in any or all lawful activities or business of a corporation, permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be 4691 North University Drive, Box Number 321, Coral Springs, Florida 33067, and the name of the initial registered agent of this Corporation shall be Timothy Thomas Nixon

ARTICLE V. TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash 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 at the price at which it is offered to others.

ARTICLE VII.

This Corporation shall have one Director, initially. The name of the sole Director is: Timothy Thomas Nixon

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Timothy Thomas Nixon 4691 North University Drive, Box Number 321, Coral Springs, Florida 33067.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 25th day of March, 1996.

BY: Timothy Thomas Nixon
Timothy Thomas Nixon

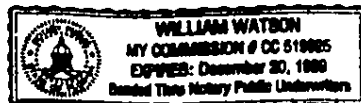
STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me by TIMOTHY THOMAS NIXON, who is personally known to me/has produced identification to me, this 25th day of March, 1996.

Type of Identification _____.

William Watson
Notary Public

My commission expires:



FILED
96 APR 16 11 33 AM
CLERK OF COURT
JULIA A. HARRIS

**CERTIFICATE OF DESIGNATING REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED
AND THE PLACE OF BUSINESS FOR THE SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA**

LTS GROUP, INC., desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation, at 4691 North University Drive, Box Number 321, Coral Springs, Florida 33067, County of Broward, State of Florida, has named Timothy Thomas Nixon as the registered agent to accept service of process within this state.

BY: Timothy Thomas Nixon
Timothy Thomas Nixon, Incorporator

ACCEPTANCE BY REGISTERED AGENT

I, Timothy Thomas Nixon, hereby accept the appointment as registered agent for the Corporation LTS Group, Inc. I am familiar with and accept the obligations of Chapter 607 of the Florida Statutes.

BY: Timothy Thomas Nixon
Timothy Thomas Nixon