

Charter Number only
P 96 0000 36338

4-23-96

GARY Edwards

Requestor's Name

20801 Biscayne Blvd #429

Address

Aventura FL 33180

City

State

ZIP

Phone

947-21219

VALIDATION ONLY

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

95 APR 26 PM 1:05

FILED

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*****70.00 *****70.00

CORPORATION(S) NAME

ROUGOLD, INC.



RECEIVED
96 APR 24
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
TOLL FREE: 1-800-432-3028

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input checked="" type="checkbox"/> Walk In | | <input type="checkbox"/> After 4:30 |
| | | <input type="checkbox"/> Mail Out |

Name
Availability
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F. CHESSEY APR 26 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 24, 1996

EMPIRE

TALLAHASSEE, FL 32301

SUBJECT: RONGOLD, INC.
Ref. Number: W9600008842

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SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA

In reviewing our records, we note there is a(n) RONGOLD, INC., Document number P93000014562, in existence.

Because of the similarities between the existing corporation and the one you are now seeking to file with us, and because it is our duty to assure that all fees due this office in accordance with section 607.0130(2)(c), Florida Statutes, are collected, we are returning the articles of incorporation unfiled and must request you return the existing corporation to good standing by completing the enclosed reinstatement application and submitting it with the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year for the years through the current year, \$138.75 supplemental fee for the years 1992 forward. The total fee to file the reinstatement is \$, therefore, there is a balance of \$ due. Add an additional \$8.75 for each certificate of status requested.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 096A00019391

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96 APR 26 AM 10:27
DIVISION OF CORPORATIONS

R.G. GROUP, INC.

ARTICLE I-NAME

The name of this Corporation shall be R.G. GROUP, INC.

ARTICLE II-DURATION

The Corporation shall have perpetual existence commencing upon the date of filing of these Articles with the Department of State.

ARTICLE III-PURPOSE

The Corporation is formed for the purpose of transacting any and all lawful business.

ARTICLE IV-CAPITAL STOCK

The Corporation is authorized to issue Five Thousand (5000) shares of Common Stock with a par value of Ten (\$10.00) Dollars each share, such shares to be designated as "Common Shares".

ARTICLE V-PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI-INITIAL REGISTERED AGENT AND CORPORATE OFFICE

The street address of the initial registered office of this Corporation is 2551 Aragon Boulevard, #404, Sunrise, Florida, 33322 and the name of the initial registered agent at that address is RONALD GOLDBERG.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors of the Corporation may be increased or decreased from time to time by the by-laws, however, there shall never be less than one (1) Director nor more than three (3) Directors. The name and address of the initial Board of Directors of the Corporation is:

RONALD GOLDBERG
2551 Aragon Boulevard, #404
Sunrise, Florida 33322

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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ARTICLE VIII-INCORPORATORS

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

RONALD GOLDBERG
2551 Aragon Boulevard, #404
Sunrise, Florida 33322

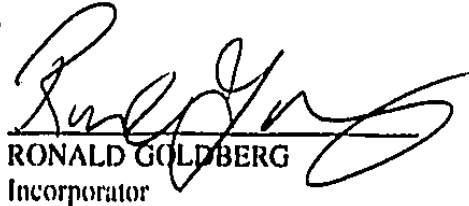
ARTICLE IX-INDEMNIFICATION

The Corporation shall indemnify any officer or Director or any former Officer or Director to the full extent permitted by-law.

ARTICLE X-AMENDMENT

The Corporation reserves the right to Amend or Repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by vote of the majority of the Board of Directors, and any right conferred to shareholders of the Corporation is subject to this reservation.


IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 22 day of April, 1996.


RONALD GOLDBERG
Incorporator

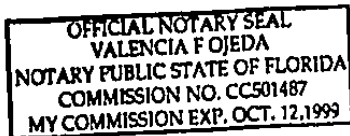
STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally came and appeared RONALD GOLDBERG known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 22nd day of April, 1996.


NOTARY PUBLIC
STATE OF FLORIDA

My Commission Expires:



CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that R.G. GROUP, INC. desiring to organize under the laws of the State of Florida, with its principal place of business at 251 Aragon Boulevard, #404, Sunrise, Florida 33322 has named RONALD GOLDBERG, located at 251 Aragon Boulevard, #404, Sunrise, Florida 33322 its agent to accept service of process within Florida.

Dated: 4/22/96



RONALD GOLDBERG
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to this proper performance of my duties.



RONALD GOLDBERG
Incorporator