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Examiner's Initials

ARTICLES OF INCORPORATION OF THE RESH GROUP, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act hereby adopts the following Articles of Incorporation:

ARTICLE I, NAME:

The name of this Corporation is:

The Resh Group, Inc.

ARTICLE 2. DURATION: The term of existence of the Corporation is perpetual.

ARTICLE 3. PURPOSE: This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE 4. CAPITAL STOCK: This Corporation is authorized to issue One Million (1,000,000) shares of common stock, having a par value of One Dollar (\$1.00) per share and Two Hundred Thousand (200,000) shares of non-voting preferred shares, having a par value of Two Dollars and Fifty Cents (2.50) per preferred share.

ARTICLE 5. INITIAL REGISTERED OFFICE AND AGENT

A Principal Place of Business: The principal place of business and/or mailing address of this Corporation is 5095 Ventura Drive, Delray Beach, Fl. 33484.

B. Registered Agent: The name of the initial registered agent of this Corporation at the above designated address is Michael H. Resh.

ARTICLE 6. INITIAL BOARD OF DIRECTORS: This Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Shareholders, but never be less than two (2). The name and address of the initial directors of this Corporation are:

NAME

ADDRESS

ROBERT RESH

5095 Ventura Drive Delray Beach, Fl. 33484

MICHAEL H. RESH

5095 Ventura Drive Delray Beach, Fl. 33484

ARTICLE 7. INCORPORATION: The name and post office address of the sole incorporator is:

MICHAEL H. RESH

5095 Ventura Drive Delray Beach, Fl. 33484

ARTICLE 8, INDEMNIFICATION: The Corporation shall indening officer or director, or any former officer or director, to the full extent by law.

ARTICLE 9, AMENDMENT: This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25th day of July, 1996.

Incorporator

STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 31st day of July, 1996, by MICHAEL H. RESH, as incorporator of THE RESH GROUP, a Florida Corporation to be formed, who is personally known to me.

RODINA M. SCHRAMM MY COMMISSION # CC 419492 EXPINES: Movember 4, 1998 Bonded Thou Hetery Public House

Print or Type Name of Notary Notary Public, State of Florida My commission Expires: