

LAW OFFICES
JERRI M. BLANEY, P.A.
SUITE 203, PROSPERITY GARDENS
11380 PROSPERITY FARMS ROAD
PALM BEACH GARDENS, FLORIDA 33410

TELEPHONE
GULF BUREAU

LICENSED IN
FLORIDA
CND

P9600074821

September 4, 1996

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

200001941492
-09/06/96--01067--004
****122.50 ****122.50

RE: *RDI Systems, Inc.*

Dear Sir or Madam:

Please file the enclosed Articles of Incorporation for the above-named corporation. A check in the amount of \$122.50 is enclosed to cover your fee.

Please do not hesitate to call me if you have any questions.

Very truly yours,

Jerri M. Blaney
Jerri M. Blaney, P.A.

96 SEP -6 PM 12:10
FBI
TALLAHASSEE, FLORIDA

JMB/sgi
Enclosure

[Signature]
9/10

FILED
96 SEP -5 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
RDI SYSTEMS, INC.

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

ARTICLE ONE

The name of this corporation is RDI SYSTEMS, INC.

ARTICLE TWO

The corporation is to have perpetual existence.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act and shall have all the powers corporations may hold under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 1,000 common shares, par value \$1.00 per share.

The minimum amount of paid-in capital with which the corporation will begin business shall not be less than Five Hundred (\$500.00) Dollars.

The shareholders of the corporation shall have preemptive rights.

ARTICLE FIVE

The street address of the initial corporate office of the corporation is 258 Palmetto Court, Jupiter, Florida 33458. The mailing address of the corporate office is 258 Palmetto Court, Jupiter, Florida 33458.

ARTICLE SIX

The name and address of the initial resident agent for this corporation to accept service of process within the State of Florida is Richard D. Irving, 258 Palmetto Court, Jupiter, Florida 33458.

ARTICLE SEVEN

The name of the incorporator of this corporation is Richard D. Irving, 258 Palmetto Court, Jupiter, Florida 33458.

Said incorporator is over the age of eighteen (18) years, is sui juris, and is a citizen of the United States.

ARTICLE EIGHT

One director shall constitute the initial Board of Directors of the corporation, but the Bylaws may provide for such increase or decrease in number thereof as is authorized by law.

The name and address of the sole member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
Richard D. Irving	258 Palmetto Court Jupiter, FL 33458

ARTICLE NINE

Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

ARTICLE TEN

The names and addresses of the initial officers of the corporation are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Richard D. Irving	258 Palmetto Court Jupiter, FL 33458	President
Richard D. Irving	258 Palmetto Court Jupiter, FL 33458	Vice President
Richard D. Irving	258 Palmetto Court Jupiter, FL 33458	Secretary
Richard D. Irving	258 Palmetto Court Jupiter, FL 33458	Treasurer

ARTICLE ELEVEN

The effective date of this corporation shall be September 4, 1996.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation this 21 day of September 1996.

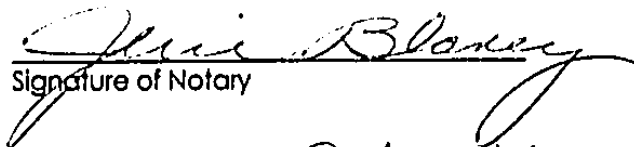


Richard D. Irving, Incorporator

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

personally Before me, the undersigned authority, personally appeared Richard D. Irving, known to me to be the person described in and who subscribed the above and foregoing Articles of Incorporation and who acknowledged that he made and subscribed the same for the purposes and uses set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the above-named county and state this 21 day of September, 1996.


Signature of Notary

JERRI BLANEY
Printed Name of Notary

My Commission Expires:



JERRI BLANEY
My Commission CC542250
Expires Apr. 20, 2000

ACCEPTANCE OF RESIDENT AGENT

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for RDI SYSTEMS, INC.


Richard D. Irving, Registered Agent

FILED
96 SEP -6 PM 12:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA