

R M B INVESTMENT COMPANY, INC.  
412 EAST MADISON ST. STE. 1110  
TAMPA, FLORIDA 33602  
TEL. 813 920-7112

*9600081389*

JULY 07, 1996

Secretary of State  
Division Of Corporations  
P.O. Box 6327  
Tallahassee, Fl. 32314

500001860215  
-10/01/96--01006--013  
\*\*\*\*122.50 \*\*\*\*122.50

RE: R M B INVESTMENT COMPANY, INC.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

R M B INVESTMENT COMPANY, INC.

*Richard M. Brakefield*  
RICHARD M. BRAKEFIELD  
PRESIDENT

*A 10/2*

FILED  
96 SEP 30 PM 1:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
96 SEP 30 PM 1:29  
SEAL  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
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OF

**R M B INVESTMENT COMPANY, INC.**

The undersigned subscriber(s) to these Articles of Incorporation natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation shall be:

**R M B INVESTMENT COMPANY, INC.**

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ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV CAPITAL STOCK

The corporate is authorized to issue 1,000 shares (common) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME: R M B INVESTMENT COMPANY, INC.  
ADDRESS: 412 EAST MADISON ST. STE. 1110  
CITY: TAMPA, FLORIDA 33602

The name and street address of the Initial Registered Agent of this Corporation:

NAME: RICHARD M. BRAKEFIELD  
ADDRESS: 412 EAST MADISON ST. STE. 1110  
CITY: TAMPA, FLORIDA 33602

ARTICLE VI 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 By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME: RICHARD M. BRAKEFIELD - PRESIDENT  
ADDRESS: 412 EAST MADISON ST. STE. 1110  
CITY: TAMPA, FLORIDA 33602

NAME: MARSHA K. BRAKEFIELD - SECRETARY/TREASURE  
ADDRESS: 412 EAST MADISON ST. STE. 1110  
CITY: TAMPA, FLORIDA 33602

NAME:  
ADDRESS:  
CITY:

NAME:  
ADDRESS:  
CITY:

NAME:  
ADDRESS:  
CITY:

ARTICLE VII - INCORPORATORS

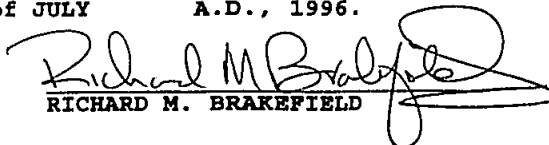
The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME: RICHARD M. BRAKEFIELD  
ADDRESS: 412 EAST MADISON ST. STE. 1110  
CITY: TAMPA, FLORIDA 33602

NAME:  
ADDRESS  
CITY

NAME:  
ADDRESS:  
CITY:

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 02nd day of JULY A.D., 1996.

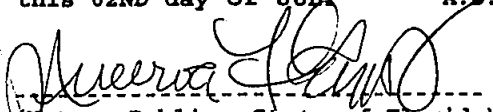
  
RICHARD M. BRAKEFIELD

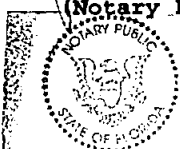
STATE OF FLORIDA            )  
                                  SS  
COUNTY OF HILLSBOROUGH)

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared RICHARD M. BRAKEFIELD known to me and known to be the person(s) who executed the foregoing Articles of Incorporation and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 02ND day of JULY A.D. 1996.

My Commission expires  
OCT. 1, 1997

  
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(Notary Public, State of Florida)

  
OFFICIAL NOTARY SEAL  
MY COMMISSION EXPIRES OCT. 1, 1997

CERTIFICATE OF DESIGNATION

OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

**R M B INVESTMENT COMPANY, INC.**

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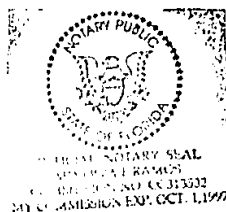
Pursuant to the provisions of sections 48.091 or 617.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 412 EAST MADISON ST. STE. 1110, TAMPA, FLORIDA 33602 has named RICHARD M. BRAKEFIELD located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

  
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(registered agent)



96 SEP 30 PM 1:29  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

Certificate & Acknowledgement  
Registered Agent