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MICHAEL J. O'KANE
ATTORNEY AT LAW

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -9 PH 2:33

September 12, 1996

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

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****122.50 ****122.50

RE: RLC Corporation

Sirs:

Enclosed please find the proposed articles for the referenced corporation along with the fee of \$122.50. Please return a certified copy of the articles to this office.

Sincerely yours,


Michael J. O'Kane

789,502,789
7096-19655



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 18, 1996

MICHAEL J. O'KANE, ESQ.
1401 PONCE DE LEON BOULEVARD
SUITE 200
CORAL GABLES, FL 33134

SUBJECT: RLC CORPORATION
Ref. Number: W96000019655

We have received your document for RLC CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6972.

Doris Brown
Document Specialist

Letter Number: 596A00043212



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Sandra B. Mortham
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Letter Number: 596A00043212

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ARTICLES OF INCORPORATION
OF
RLC CORPORATION
TRADING

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ARTICLE I
NAME

The name and address of the corporation are:
TRADING

RLC Corporation
1401 Ponce de Leon Blvd. Suite 200
Coral Gables, FL 33134

ARTICLE II
Duration

This corporation shall exist perpetually.

ARTICLE III
Purpose

This corporation is organized for the purpose of carrying on and conducting any and all lawful business, which can lawfully be done under the laws of the State of Florida, and in connection therewith and for the purposes of conducting such business, to buy any and all other commodities useful in connection with such operations, and to do any and all other acts necessary and incidental to the operation and conduct of such business.

ARTICLE IV
General Powers

This corporation shall have power:

(A) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed or in any other manner reproduced.

(B) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(C) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.

(D) To lend money to and use its credit to assist its officers and employees in accordance with S.607.141.

(E) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other

domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(F) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge or all or any of its property, franchises and income.

(G) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(H) To conduct its business, carry on its operations, and have officers and exercise the powers granted by this act within or without this State.

(I) To elect or appoint officers and agents of the corporations and define their duties and fix their compensation.

(J) To make and alter By-Laws not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.

(K) To make donations for the public welfare or for charitable, scientific or educational purposes.

(L) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

(M) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any of or all of its directors, officers and employees or its subsidiaries.

(N) To be a promotor, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.

(O) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares at no par value.

ARTICLE VI REGISTERED AGENT

The initial registered office of this corporation shall be 1401 Ponce de Leon Blvd., Suite 200, Coral Gables, FL 33134, and the initial registered agent of this Corporation at such office shall be Michael J. O'Kane, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) 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 address of the initial directors of this Corporation are:

Name

Address

Randall Cheney

P.O. Box 291738
Davie, FL 33329

ARTICLE VIII
INITIAL OFFICER

The name and address of the initial officer of this Corporation is:

Name

Office

Address

Randall Cheney

P.O. Box 291738
Davie, FL 33329

ARTICLE IX
INCORPORATOR

The name and address of the party signing this document entitled "Articles of Incorporation" is: Michael J. O'Kane, 1401 Ponce de Leon Blvd. Suite 200, Coral Gables, FL 33134.

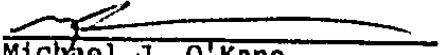
ARTICLE X
INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto 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 12th day of September, 1996.


Michael J. O'Kane

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Michael J. O'Kane, to me well known, and known to me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 12th day of September, 1996.


Notary Public

My commission expires:



MIRIAM MONTALVO
My Commission CC402561
Expires Sep. 26, 1996
Bonded by NFNU
800-224-0360

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

The undersigned hereby accepts his appointment as Registered Agent of RLC Corporation.

TRADING


Michael J. O'Kane

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