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A PROFESSIONAL ASSOCIATION

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October 24, 1996

FEDERAL EXPRESS

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Mr. John Hall
Hall's Delivery Service
Post Office Box 6332
Tallahassee, Florida 32314

Re: RSK Ventures, Inc.

Dear John:

Enclosed herein please find this law firm's check in the amount of \$122.50 made payable to the Secretary of State, together with the original and one executed copy of Articles of Incorporation for the above referenced corporation. Please file these Articles with the Secretary of State and return one certified copy to the undersigned via regular mail.

Thank you for your assistance.

Sincerely yours,

Laurie Reece
Laurie Reece
Secretary to Grant T. Downing

FILED
96 OCT 29 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GTD/lr
Enclosures

nc Oct-29 1996

ARTICLES OF INCORPORATION
OF
RSK VENTURES, INC.

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The undersigned, acting as incorporator, desiring to form a corporation for profit pursuant to the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation.

ARTICLE I

Name

The name of the Corporation shall be RSK VENTURES, INC.

ARTICLE II

Principal Office

The principal office of the Corporation is located at Longwood, Florida, and its mailing address is 235 North Longwood Avenue, Longwood, Florida 32752.

ARTICLE III

Corporate Purposes, Power and Rights

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the

Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 1,000 shares of Common Stock, with a \$1.00 par value per share.

ARTICLE VI

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 235 North Longwood Avenue, Longwood, Florida 32752. The name of the initial registered agent of the Corporation at the registered office shall be Ralph Lembrich.

ARTICLE VII

Initial Board of Directors

The initial Board of Directors shall consist of three (3) persons. The names and addresses of the persons who shall serve as directors of the Corporation until the first meeting of shareholders are:

<u>Name</u>	<u>Address</u>
Ralph Lembrich	235 North Longwood Avenue Longwood, Florida 32752
Steven P. Lembrich	235 North Longwood Avenue Longwood, Florida 32752
Keith N. Bollendorf	235 North Longwood Avenue Longwood, Florida 32752

ARTICLE VIII

Incorporator

The name and address of the incorporator of the Corporation is:

Grant T. Downing
222 West Comstock Avenue, Suite 101
Winter Park, Florida 32789

ARTICLE IX

Preemptive Rights

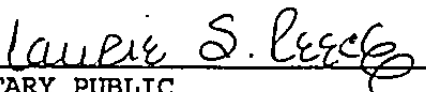
The shareholders of the Corporation shall have the preemptive right to acquire unissued or treasury shares of the Corporation as provided in Florida Statutes §607.0630.

Executed this 22 day of October, 1996.


GRANT T. DOWNING, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 22 day of October, 1996, by GRANT T. DOWNING, who is personally known to me.


NOTARY PUBLIC

My Commission Expires:



LAURIE S. REECE
MY COMMISSION # CC352251 EXPIRES
March 25, 1998
BONDED THROUGH TROY FARM INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



RALPH LEMBRICH
Registered Agent

Date: October 22 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA