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DAVID K. WITTEK
PROFESSIONAL ASSOCIATION
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December 23, 1996

VIA AIRBORNE EXPRESS

Division of Corporations
P.O. Box 6327
409 E. Gaines St.
Tallahassee, FL 32399

Attn: New Filing Department

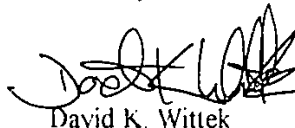
Re: R & N Way, Inc.

ENCLOSURE P46E-110
12-24-96

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation for R & N Way, Inc., along with our check in the amount of \$70.00. Please file the Articles and provide me with proof of filing together with a Certificate of Filing at your earliest convenience. Please advise if any additional information is required. Thank you for your assistance in this matter.

Sincerely,



David K. Wittek

DKW:dls
Enclosure as noted

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SECRET
TALLAHASSEE, FLORIDA

12.31.96
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ARTICLES OF INCORPORATION
OF
R & N WAY, INC.

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96 DEC 24 AM 11:06
SECRET
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of this corporation shall be **R & N WAY, INC.** The principle address for the corporation is 228 Highlands Glen, Winter Springs, Florida 32708.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is to engage in all lawful businesses, including all powers necessary or convenient to effect its purpose; and the officers and directors are duly authorized to arrange the business and regulate the affairs of the corporation.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of Common Stock.

ARTICLE V. VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Stock of the corporation.

ARTICLE VI. INCORPORATORS

The name and address of the persons signing these Articles of Incorporation as an Incorporator is:

Roger Pierce
228 Highlands Glen
Winter Springs, Florida 32708

Nancy Pierce
228 Highlands Glen
Winter Springs, Florida 32708

ARTICLE VII. INITIAL REGISTERED OFFICE, REGISTERED AGENT AND RESIDENT AGENT

The street address of the initial registered office of this corporation is 326 North Ferncreek Avenue, Orlando, Florida 32803. The name of the initial Registered Agent and Resident Agent of this corporation is DAVID K. WITTEK.

ARTICLE VIII. 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 directors of this corporation are:

Roger Pierce
President/Secretary
228 Highlands Glen
Winter Springs, Florida 32708

Nancy Pierce
Vice-President/Treasurer
228 Highlands Glen
Winter Springs, Florida 32708

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

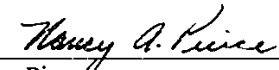
ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provision 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 23rd day of December, 1996, this date the undersigned adopts these Articles of Incorporation.



Roger Pierce

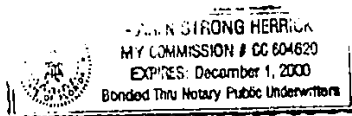



Nancy Pierce

STATE OF FLORIDA)
COUNTY OF ORANGE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared ROGER PIERCE and NANCY PIERCE to me known to be the person who executed the foregoing Articles of Incorporation, and he/she acknowledged to and before me that he/she executed said Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid this 23rd day of December, 1996.





Notary Public

ACCEPTANCE

I HEREBY ACCEPT the appointment to act in the capacity of Registered Agent and Resident Agent and agree to comply with the provisions of the laws of the State of Florida relative to keeping said office open.

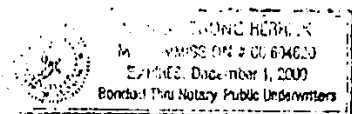


David K. Wittek

STATE OF FLORIDA)
COUNTY OF ORANGE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared DAVID K WITTEK, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed said Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid this 23rd day of December, 1996.



Karen St. Herrick
Notary Public

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TALLAHASSEE, FLORIDA