

H960000104458

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: R.D. MANAGEMENT, CORP.
AUDIT NUMBER.....H96000018175
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 4
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ARTICLES OF INCORPORATION
OF
R.D. MANAGEMENT, CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: R.D. MANAGEMENT CORP.

The principal place of business of this corporation shall be:
2401 S. OCEAN DRIVE SUITE 1005 HOLLYWOOD, FL 33019

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any of all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 500 Shares @ \$1.00 per share

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

JOSE NAE
3879 NW 7th St. # 203
Miami, FL 33126
(305) 541-3480

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ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and directors(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

John Radnay - President - 2401 S. Ocean Drive Suite 1005
Hollywood, FL 33019

Richard Radnay - Vice President - 85 4th Ave. Apt 2m
New York, NY 10003

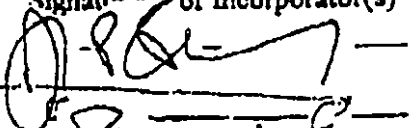
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Richard Radnay - Vice President - 85 4th Ave. Apt 2m
New York, NY 10003

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 30 day of December, 1996.

Signature of Incorporator(s)


Richard Radnay

JOSE NAE
3809 NW 7TH ST SUITE 203
MIAMI, FL 33156
(305) 541-3980

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**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: R.D. MANAGEMENT CORP.

2. The name and address of the registered agent and office is:

John Radnay

2401 S. Oceandrive Suite 1005
(P.O. BOX NOT ACCEPTABLE)

Hollywood, FL 33019
(CITY/STATE/ZIP)

SIGNATURE


(Corporate Officer)

TITLE President

DATE 12-30-96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE


(Registered Agent)

DATE _____