



THE UNITED STATES
CORPORATION
COMPANY

P97000014927

ACCOUNT NO. : 072100000032

REFERENCE : 261299 4300985

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : \$ 122.50

ORDER DATE : February 14, 1997

ORDER TIME : 12:51 PM

500002088345--5

ORDER NO. : 261299-005

CUSTOMER NO: 4300985

CUSTOMER: Lucia Barcklow, Legal Asst
HALL DICKLER KENT FRIEDMAN &
WOOD
909 Third Avenue
27th Floor
New York, NY 10022-9998

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

96 FEB 14 PM 1:57

RECEIVED

DOMESTIC FILING

NAME: RD YOUNG CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 FEB 14 AM 10:35

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2.17.97

**ARTICLE OF INCORPORATION
OF
RD YOUNG CORP.**

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97 FEB 14 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: **RD YOUNG CORP.**

The address of the principal office of this corporation shall be 1201 Hays Street, Tallahassee, Florida 32301 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having one cent (\$.01) par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301 and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation: Lucia Barcklow, 909 Third Avenue, 27th Floor, New York, New York 10022.

The undersigned incorporator has executed these Articles of Incorporation this 13th day of February, 1997.



Lucia Barcklow, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Laura R. Dunlap
Its agent, Laura R. Dunlap
Authorized Service Representative
Corporation Service Company

Dated: February 13, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA