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BRANDON J. RAFOOL
ATTORNEY AT LAW
1519 THIRD STREET S.E.
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WINTER HAVEN, FLORIDA 33883-7286

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 14, 1997

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

RE: RCM LIMITED, INC.

Dear Sir:

Enclosed herewith for filing in connection with the above referenced matter, please find Articles of Corporation, together with Registered Agent form, together with our check in the amount of \$122.50 to cover the cost of your fee.

Please forward a certified copy to this office.

Thanking you in advance for your assistance in this matter, I am,

Sincerely,

Brandon J. Rafool
Brandon J. Rafool (dn)

BJR:dn
Enclosures

PK
2/24/97

ARTICLES OF INCORPORATION
OF
RCM LIMITED, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the corporation is RCM LIMITED, INC., whose address is: 1519 Third Street, S.E., Winter Haven, Florida 33880.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

The total authorized capital stock of this Corporation shall be 1000 shares of common stock at \$1.00 par value, all of said common stock fully paid and non-assessable.

ARTICLE IV - PREEMPTIVE RIGHTS

The shareholders of this Corporation shall have preemptive rights to the Corporation's common stock.

ARTICLE V. - TERM OF EXISTENCE

The Corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VI - ADDRESS

The principal office of this Corporation shall be 1519 Third Street, S.E., Winter Haven, Florida 33880, but the Corporation shall have the power to establish branch offices and other places

of business at such other place within or without the State of Florida, as may be determined and deemed expedient by the Board of Directors.

ARTICLE VII - DIRECTORS

This Corporation shall have seven (7) Director initially. The number of Directors may be increased or diminished from time to time according to the Corporation's By-Laws, but shall never be less than one.

ARTICLE VIII - ORIGINAL DIRECTORS

The names and addresses of the members of the first Board of Directors, are:

| | |
|----------------------|--|
| CAROLYN P. COON | 201 First Street S Winter Haven, FL 33880 |
| MICHAEL T. COON | 201 First Street S Winter Haven, FL 33880 |
| CHARLES E. COON, JR. | 201 First Street S Winter Haven, FL 33880 |
| BRANDON J. RAFOOL | 1519 Third Street, S.E. Winter Haven, FL 33880 |
| RAYMOND J. RAFOOL | 1519 Third Street, S.E. Winter Haven, FL 33880 |
| CHRISTIAN B. RAFOOL | 1811 Garden Lake Drive, S.E. Winter Haven, FL 33880 |
| GORDON J. RAFOOL | 635 First Street N Winter Haven, FL 33880 |

ARTICLE IX. - SUBSCRIBER

The name and address of the Subscriber to the Certificate of Incorporation of this Corporation, is:

| | |
|-------------------|---|
| RAYMOND J. RAFOOL | 1519 Third Street, S.E. Winter Haven, FL 33880 |
|-------------------|---|

IN WITNESS WHEREOF, the Subscriber has hereunto set his hand

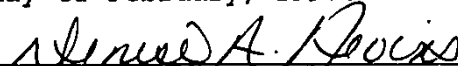
and seal and acknowledged and filed the foregoing Articles of
Incorporation in the office of the Secretary of State, this 14th
day of February, 1997.

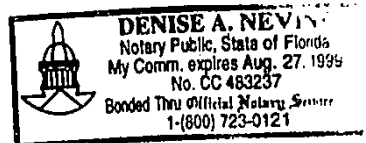

RAYMOND J. RAFOOL

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME personally appeared RAYMOND J. RAFOOL, to me well
known and known to me to be the individual described in and who
executed the foregoing Articles of Incorporation, who is personally
known to me or who has produced n/a, as
identification and who did (did not) take an oath, and acknowledged
before me that he executed the same for the purposes therein
expressed.

WITNESS my hand and official seal in the County of Polk and
State of Florida, this 14th day of February, 1997.


Denise A. Nevins Notary Public
My Commission Expires: _____



FILED

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

97 FEB 19 AM 11:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In Pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST--- RCM LIMITED, INC., desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of WINTER HAVEN, State of FLORIDA, has named, RAYMOND J. RAFOOL, located 1519 Third Street, S.E., Winter Haven, Florida 33880, as its Agent to accept Service of Process within this State.

ACKNOWLEDGEMENT: (Must be signed by Registered Agent).

Having been named to accept service of process for the above state Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office, and I hereby accept the appointment as registered agent, I am familiar with, and accept the obligation of, Section 607.0505, Florida Statutes.


RAYMOND J. RAFOOL
REGISTERED AGENT