

TRANSMITTAL LETTER

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

SUBJECT: R Factor, Inc.  
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check  
for \$ 70.00 . \$35.00 filing fee  
35.00 registered agent fee  
\$70.00

FROM:

R Factor, Inc.  
Name (printed or typed)  
629 Cuda Lane  
Address  
Key Largo, FL 33037  
City, State, & Zip  
(305) 852-1547  
Telephone Number

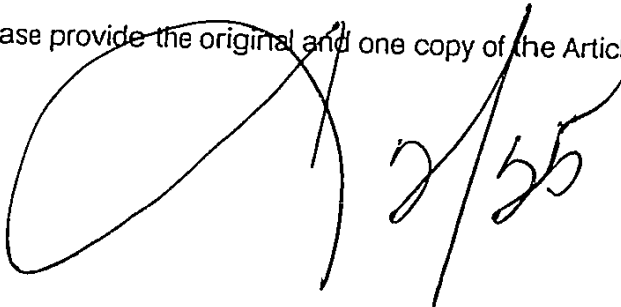
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

97 FEB 20 AM 9:11

FILED

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-02/21/97--01002--010  
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Note: Please provide the original and one copy of the Articles.



ARTICLES OF INCORPORATION

OF

R Factor, Inc.

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

ARTICLE I NAME

The name of the corporation shall be:

**R Factor, Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**624 Cuda Lane  
Key Largo, Florida 33037**

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

**1000**

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Martha Otto-Fitzdom  
138 Plantation Avenue  
Tavernier, Florida 33070**

**FILED**  
**97 FEB 20 AM 9:11**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Douglas E. Price  
629 Cuda Lane  
Key Largo, Florida 33037

Wildside Consulting Group  
94220 Overseas Hwy. # 4D  
Tavernier, Florida 33070

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

5<sup>th</sup> day of February, 19 97.

Signature

Signature

Signature

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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 Factor, Inc.

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

Martha Otto-Fitzdam  
(NAME)

138 Plantation Avenue  
(P.O. BOX ~~NOT~~ ACCEPTABLE)

Tavernier, Florida 33070  
(CITY/STATE/ZIP)

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.

SIGNATURE Martha Otto-Fitzdam

DATE 2/5/97

REGISTERED AGENT FILING FEE: \$35.00

FILED  
97 FEB 20 AM 9  
SECRETARY OF STATE  
TALLAHASSEE FL 32399