

FROM : 0

PHONE NO. : 0

Aug. 10 1997 01:34PM P2

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R.A.R. CONSULTING, INC.
20 ALHAMBRA CIRCLE, #3
CORAL GABLES, FL 33134

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

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-08/27/97--01043--011
*****70.00 *****70.00

August 11, 1997

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for R.A.R. Consulting, Inc. along with a check for \$70.00 for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return this to me with the filing date stamped on it.

Thank you,



Robert A. Ramirez

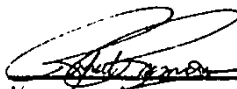
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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RP
8-28-97

Articles of Incorporation

1. The name of the corporation is "R.A.R. Consulting, Inc."
2. The principal place of business and mailing address of the corporation is
20 Alhambra Circle #3, Coral Gables, FL 33134.
3. The corporation shall have the authority to issue 500 shares of common stock,
in one class only, each with a par value of \$1.00.
4. The registered agent of the corporation is Robert Ramirez and the registered
address is 20 Alhambra Circle #3, Coral Gables, FL 33134.
5. The initial Board of Directors shall have one member whose name and
address is Robert Ramirez, 20 Alhambra Circle #3, Coral Gables, FL 33134.
The number of directors may be raised or lowered by amendment
of the bylaws of the corporation but shall in no case be less than one.
6. The incorporator of this corporation is Robert Ramirez whose address is
20 Alhambra Circle #3, Coral Gables, FL 33134.

Dated 7/8/97


Incorporator

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 am familiar with and accept the
obligations of my position as registered agent.

Dated 7/8/97


Registered Agent

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