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ACCOUNT NO. : 072100000032

REFERENCE : 515686 - 7134202

AUTHORIZATION : Patricia Piquet

COST LIMIT : \$ 131.25

ORDER DATE : September 2, 1997

ORDER TIME : 2:23 PM

ORDER NO. : 515686-005

000002283296--2

CUSTOMER NO: 7134202

CUSTOMER: Homer H. Marshman, Esq
HOMER H. MARSHMAN JR

50 Cocoanut Row, Suite 115

Palm Beach, FL 33480

DOMESTIC FILING

NAME: R.I.V. INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: TODD STERZOY

EXAMINER'S INITIALS:

FILED
97 SEP - 2 PM 4:01
TALLAHASSEE, FLORIDA

SN SEP - 2 1997.

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ARTICLES OF INCORPORATION
OF
R.I.V. INVESTMENTS, INC.

FILED
97 SEP -2 PM 4:01
SECRET
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:

R.I.V. INVESTMENTS, INC.

The address of the principal office of this corporation shall be 50 Cocoanut Row, Suite 115, Palm Beach, Florida 33480, 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 1000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 50 Cocoanut Row, Suite 115, Palm Beach, Florida 33480, and the name of the initial registered agent of the corporation at that address is Homer H. Marshman, Jr., Esq.

ARTICLE V. TERM OF EXISTENCE

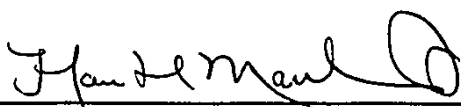
This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

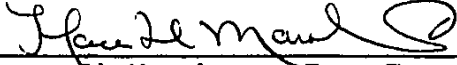
Homer H. Marshman, Jr., Esq.
50 Cocoanut Row, Suite 115
Palm Beach, Florida 33480

IN WITNESS WHEREOF, the undersigned has
hereunto set their hand and seal on this 18th day of
August 1997.

By: 
Homer H. Marshman, Jr., Esq.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Homer J. Marshman, an individual residing in the State of Florida 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: 
Homer J. Marshman, Jr., Esq.

JOE/dwl

FILED
91 SEP -2 PM 4:02
TALLAHASSEE, FLORIDA