Havana Fr. City/State/2	Address 32338 \$39-0077 Phone # Office Use Only
CORPORATION I	VAME(S) & DOCUMENT NUMBER(S), (if known):
1. KGM 5	Huden's SUULIU23U23195 ration Name) (Document #)
2(Corpo	ration Name) (Document #)
2	oration Name) (Document #)
4(Corpo	oration Name) (Document #)
	Pick up time Certified Copy
Mail out	Will wait Photocopy Certificate of Status
NEW FILINGS	AMENDMENTS 37
Profit	Amendment
NonProfit	Resignation of R.A., Officer/ Director
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal Merger
Other	Merger
OTHER FILINGS	Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/ QUALIFICATION Foreign
Annual Report	Foreign
Fictitious Name Name Reservation	Limited Partnership
1 Maine Reservation	Reinstatement Trademark Other

CR2E031(1/95)

Examiner's Initials

ARTICLES OF INCORPORATION OF RGM HOLDINGS, INC.

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The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I NAME AND ADDRESS

The name of the corporation is RGM Holdings, Inc. The principal office of the corporation is Route 1 Box 345, Chattahoochee, FL 32324. The mailing address of the corporation is Route 1 Box 345, Chattohoochee, FL 32324.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III
PURPOSE

The general purposes for which the corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100) shares of common stock. Such shares shall be of a single class and shall have a par value of One (\$1.00) Dollar per share.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is Route 1 Box 345, Chattahoochee, FL 32324, and the name of its initial Registered Agent at that address is Richard G. Michel.

ARTICLE VI INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased from time to time in accordance with Bylaws but shall never be less than one. The name and address of each initial Director of the corporation is as follows:

Richard G. Michel

Route 1 Box 345 Chattohoochee, FL 32324

ARTICLE VII INCORPORATORS

The name and address of each incorporator is as follows:

Richard G. Michel

Route 1 Box 345 Chattohoochee, FL 32324

ARTICLE VIII OFFICERS

The officers of the corporation shall consist of a President, Vice-President, and Secretary/Treasurer and such other officers and assistant officers as may be provided in the Bylaws. Each officer shall be elected by the Board of Trustees (and may be removed by the Board of Trustees) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial officer of the corporation is as follows:

Richard G. Michel

Route 1 Box 345 Chattohoochee, FL 32324 President/Treas./V.Pres./ Sec.

ARTICLE IX AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this ______, 1997.

RICHARD G MICHEL

ACCEPTANCE BY DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.

RICHARD G MICHEL

Date:______,1997

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