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ACCOUNT NO. : 072100000032

REFERENCE: 566725 8304A

AUTHORIZATION : 1

COST LIMIT . S 70 00 Think

ORDER DATE: October 15, 1997

ORDER TIME: 9:29 AM

ORDER NO. : 566725-005

CUSTOMER NO: 8304A

CUSTOMER: Sherry Crewss, Legal Asst 100002321961--0

JAMES T. IANNACCONE, ESQUIRE

Cumberland Building, Suite 510

800 East Broward Boulevard Ft. Lauderdale, FL 33301

DOMESTIC FILING

NAME: RTF FINANCIAL GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

RECEIVED
97 OCT 15 AM 11: 56
DIVISION OF CORPORATION

E SN OCT 1 6 1997.

97 OCT 16 PM 1: 19
SELLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

RTF FINANCIAL GROUP, INC.

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:

RTF FINANCIAL GROUP, INC.

The address of the principal office of this corporation shall be 211 Lakepointe Drive, Suite 108, Ft. Lauderdale, Florida 33309, 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 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 800 East Broward Boulevard, Cumberland Building, Suite 510, Ft. Lauderdale, Florida 33301, and the name of the initial registered agent of the corporation at that address is James Iannaccone.

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:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on October 16, 1997.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

LRD/das

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

JAMES IANNACCONE, an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

RTF FINANCIAL SERVICES, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505,

Florida Statutes.

JAMES IANNACCONE

97 OCT 16 PH 1: 19