

P 9 8 0 0 0 0 0 9 2 4 8

Law Office of
Robert L. Williams

Suite 101
209 South Nassau Street
Venice, Florida 34285

Telephone: (941) 488-8887
Telefax : (941) 488-8074

January 26, 1998

800002414738--3

-01/28/98--01069--015

****122.50 ****122.50

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

Re: R.C.S. Logistics, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above corporation, together with a check in the amount of \$122.50 to cover the filing fees and certified copy. When the Articles have been filed, please return the certified copy to me.

If there are any questions, please contact me.

Very truly yours,


Robert L. Williams

RLW:pa

Encs.

FILED
98 JAN 28 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEY JAN 29 1998

ARTICLES OF INCORPORATION
OF
R.C.S. LOGISTICS, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned being natural persons, do hereby act as incorporators in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation shall be R.C.S. LOGISTICS, INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be:
4228 Winfall Avenue, North Port, FL 34286.

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000.

ARTICLE IV

The name and address of the initial registered agent is:

Dennis G. Greco
4228 Winfall Avenue
North Port, FL 34286

ARTICLE V

The names and street addresses of the incorporators to these Articles of Incorporation are:

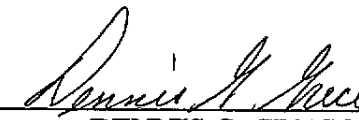
FILED
98 JAN 28 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Russell H. Bacon
600 Ginger Road
Venice, FL 34293

Dennis G. Greco
4228 Winfall Avenue
North Port, FL 34286

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of
Incorporation this 22 day of January, 1998.

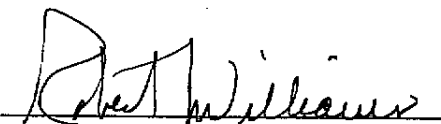
 (SEAL)
RUSSELL H. BACON

 (SEAL)
DENNIS G. GRECO

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, a duly authorized Notary Public,
personally appeared RUSSELL H. BACON and DENNIS G. GRECO, to me known or who
produced _____ as identification, to be the persons described in as Incorporators
and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 22 day
of January, 1998.


Notary Public
ROBERT L. WILLIAMS
Notary Public, State of Florida
My comm. expires June 7, 1998
Comm. No. CC380370

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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.C.S. LOGISTICS, INC.
2. The name and address of the registered agent and office is:

DENNIS G. GRECO
4228 Winfall Avenue
North Port, FL 34286

Dated this 22 day of January, 1998.



RUSSELL H. BACON
Incorporator

FILED
98 JAN 28 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Dated this 22 day of January, 1998.



DENNIS G. GRECO