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March 24, 1998

VIA FEDERAL EXPRESS: 800456802310-0200

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-03/25/98--01052--005
***122.50 ***122.50


RE: R & D DEVELOPERS, INC.

Dear Sirs:

Enclosed please find the two original signed Articles of Incorporation for the captioned client, along with our firm check in the amount of \$122.50. Please be kind enough to send our certified copy back as soon as possible using the enclosed Federal Express Airbill No.: 800456802320-0200.

If you have any questions about this document, or need to make any changes before filing, please call our office. Please do not return the document without calling. You may call collect, if necessary. Thank you for your usual prompt attention.

Sincerely,


Debra Aldridge,
Legal Assistant

FILED
98 MAR 25 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

/da
Enclosures
Federal Express Airbill No.: 800456802320-0200

QN 3-26-98

FILED
98 MAR 25 PM 1:20
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
R & D DEVELOPERS, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE 1 - NAME

The name of the corporation is R & D DEVELOPERS, INC.

ARTICLE 2 - DURATION

The period of its duration is perpetual.

ARTICLE 3 - PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE 4 - STOCK

The Corporation shall have the authority to issue one thousand (1,000.00) shares of common stock, all of one class, having a par value of One Dollar (\$1.00).

ARTICLE 5 - PRINCIPAL/REGISTERED OFFICE

The address of its principal registered office is:

1919-3 Blanding Boulevard
Jacksonville, Florida 32210

and the name of its initial registered agent and her address is:

FRANCINE CLAIR LANDAU, ESQUIRE
1301 Riverplace Boulevard, Suite 740
Jacksonville, Florida 32207

ARTICLE 6 - DIRECTORS

The number of Directors constituting its initial Board of Directors shall be two. The number of Directors may be changed from time to time, but shall never be less than two. The names and

addresses of the initial Board of Directors is as follows:

Donell Wilson
1919-3 Blanding Boulevard
Jacksonville, Florida 32210

Robert Sherno
1919-3 Blanding Boulevard
Jacksonville, Florida 32210

ARTICLE 7 - INCORPORATOR

Robert Sherno
1919-3 Blanding Boulevard
Jacksonville, Florida 32210

DATED this 24th day of March, 1998.

FILED
98 MAR 25 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

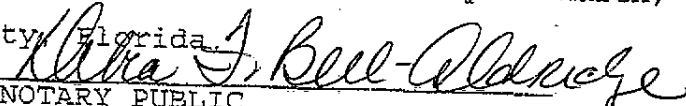

ROBERT SHERNO

COUNTY OF DUVAL

The foregoing Articles of Incorporation were acknowledged before me this 24th day of March, 1998, by ROBERT SHERNO. He is personally known to me and did take an oath.

WITNESS my hand and official seal this 24th day of March, 1998, Jacksonville, Duval County, Florida.


DEBRA FAYE BELL
Notary Public, State of Florida
My Comm. expires Sept. 14, 2001
Comm. No. CC679978


NOTARY PUBLIC
My Commission expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 24th day of March, 1998.


FRANCINE CLAIR LANDAU, ESQUIRE
Registered Agent