R.L. PHILLIPS, INC. 98 MAR 26 PM 12: 49 3806 EDLAND DR. ORLANDO, FL 32812

(407) 894-4933

MARCH 19, 1998

DEPARTMENT OF STATE ~ DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL 32314

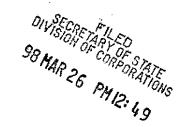
TO WHOM IT MAY CONCERN,

ENCLOSED PLEASE FIND ARTICLES OF INCORPORATION FOR R.L. PHILLIPS, INC. AND A CHECK FOR \$122.50. PLEASE APPLY THIS CHECK TO THE FILING FEE AND ONE (1) CERTIFIED COPY. IF YOU HAVE ANY QUESTIONS PLEASE CONTACT ME AT (407) 894-4933.

SINCERELY,

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ARTICLES OF INCORPORATION OF R.L. PHILLIPS, INC.



THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I NAME

THE NAME OF THIS CORPORATION SHALL BE: R.L. PHILLIPS, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

3806 EDLAND DR. ORLANDO, FL 32812

ARTICLE III SHARES

THIS CORPORATION IS AUTHORIZED TO ISSUE 100 SHARES OF \$10.00 PAR VALUE COMMON STOCK, DESIGNATED AS COMMON SHARES.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

RONNIE L. PHILLIPS 3806 EDLAND DR. ORLANDO, FL 32812

ARTICLE V INCORPORATOR(S)

THE NAME AND ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

RONNIE L. PHILLIPS 3806 EDLAND DR. ORLANDO, FL 32812

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 19th DAY OF MARCH, 1998.

RONNIE L. PHILLIPS - INCORPORATOR

ARTICLE VI PURPOSE, EXISTENCE AND INITIAL DIRECTOR

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY AND ALL LAWFUL BUSINESS. THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE WITH AN EFFECTIVE DATE OF APRIL 1, 1998. THE INITIAL DIRECTOR SHALL BE:

RONNIE L. PHILLIPS 3806 EDLAND DR. ORLANDO, FL 32812

CERTIFICATE OF DESIGNATION OF REGISTERED AGENTS AND 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 AND REGISTERED AGENT IN THE STATE OF FLORIDA.

THE NAME OF THE CORPORATION IS: R.L. PHILLIPS, INC.

THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE:

RONNIE L. PHILLIPS 3806 EDLAND DR. ORLANDO, FL 32812

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 AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

RONNIE L. PHIILIPS

DATE

DATE