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April 15, 1998

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

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EFFECTIVE DATE

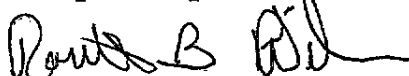
4-15-98

Enclosed is a money order in the amount of \$122.50 to cover filing fees, including Charter Tax, Corporation for Profit Filing Fees and Certified Copy of Corporate Charter for RBW Properties, Inc.

All information should be mailed to:

Robert B. Wilson
3466 Russell Road
Green Cove Springs, Florida 32043

Very truly Yours,



Robert B. Wilson

RBW:w
Encl.

FILED
98 APR 17 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P. Hall
APR 20 1998

ARTICLES OF INCORPORATION
OF
RBW PROPERTIES, INC.

FILED
98 APR 17 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers each a natural person competent to contract, and where duly licensed to render the services mentioned Article II. Purpose, hereby organize and incorporate a business for profit under the laws of the State of Florida.

ARTICLE I - Name

EFFECTIVE DATE

The name of the corporation shall be: RBW Properties, Inc.

4-15-98

ARTICLE II - Purpose

The corporation is formed to engage in and conduct the business of Real Estate Investment (buying and selling property), and all activities and operations directly related thereto or in any activity of business permitted under the laws of the United States and of this State.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1000) having a par value of one (\$1.00) dollar.

The corporation shall have the power to create and issue rights, warrants, or options entitling the holders thereof to purchase from the corporation any shares of its capital stock, upon such terms and conditions and at such times and places as the Board of Directors may provide, which terms and conditions shall be incorporated in an instrument or instruments evidencing such rights. In the absence of fraud, the judgement of the Directors as to adequacy of consideration for the issuance of such rights or options and the sufficiency thereof shall be conclusive.

ARTICLE IV - Capital Stock

The corporation shall commence business with not less than \$500.00 of its capital stock fully paid in and issued.

ARTICLE V - Term of Existence

The corporation shall have perpetual existence unless sooner dissolved according to law. Provided other requirements of the law are satisfied, corporate existence shall begin at the time of the subscription and acknowledgment.

ARTICLE VI - Address

The principal office of the corporation shall be located at 3466 Russell Road, Green Cove Springs, FL. 32043. The Board of Directors may, from time to time move the principal office to any other address in the State of Florida, or establish such brand offices as may be deemed desirable.

ARTICLE VII - Directors

The corporation shall have not less than one (1) nor more than nine (9) directors. The number of directors shall be determined by the stockholders at their annual meeting.

ARTICLE VIII - Initial Directors

The following are the names and address of the first Board of Directors, who shall hold office until their successors are elected and qualified.

<u>NAME</u>	<u>ADDRESS</u>
Robert B. Wilson	3466 Russell Road Green Cove Springs, FL. 32043

ARTICLE IX - Subscribers

The name and address of each subscriber, and the amount of stock that each individual has subscribed to are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u># OF SHARES</u>	<u>VALUE</u>
Robert B. Wilson	3466 Russell Road Green Cove Springs, FL. 32043	1000	\$1,000.00

ARTICLE X - Officers

The officers of this corporation shall include a President, Secretary and Treasurer. Other officers and agents may be appointed as the Board of Directors deem necessary. All officers and agents shall be chosen in such manner, hold their offices for such time and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. The name and addresses of the officers chosen for the first year and until their successors are elected and qualified are as follows:

	<u>NAME</u>	<u>ADDRESS</u>
President	Robert B. Wilson	3466 Russell Road Green Cove Springs, FL. 32043

Secretary

Robert B. Wilson

3466 Russell Road
Green Cove Springs, FL. 32043

Treasurer

Robert B. Wilson

3466 Russell Road
Green Cove Springs, FL. 32043

ARTICLE XI - Registered Agent

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED. In pursuance of Chapter 48.091 Florida Statutes, the following is submitted, in compliance with said Act:

First - That RBW Properties, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Green Cove Springs, County of Clay, State of Florida, has named Robert B. Wilson as registered agent to accept service of process within this State, with registered office at 3466 Russell Road, Green Cove Springs, State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY Robert B. Wilson
(Robert B. Wilson)
(Registered Agent)

ARTICLE XII - Amendment

The corporation reserves the right to amend, alter, change, or repeal any provisions contained in the Article in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation. IN WITNESS WHEREOF, we the undersigned subscriber have hereunto set my hand and seal this 15th day of April, 1998, State of Florida, and we hereby make and cause to be filed in the office of the Secretary of State of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true.

Robert B. Wilson (SEAL)

____ (SEAL)

____ (SEAL)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR 17 AM 10:02

FILED

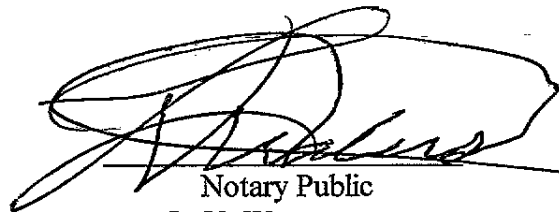
State of Florida)

SS

County of Duval)

BEFORE ME, the undersigned authority, personally appeared Robert B. Wilson, to me well known to be the person described in and who executed the foregoing instrument, and acknowledged before me that he executed the same for the purposes herein expressed.

WITNESS my hand and official seal this 15th day of April, 1998.



Notary Public
L. V. Waters

My Commission Expires:

