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NEW FILINGS X Profit NonProfit Limited Liability Domestication Other OTHER FILINGS Annual Report Fictitious Name Name Reservation Ordered By:	AMENDMENTS Amendment Resignation of R.A. Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/QUALIFICATION Foreign Limited Partnership Reinstatsment Trademark Other	Certificate of FICTIFIOUS NAME FICTITIOUS NAME SEARCH CORP SEARCHORATION GOVERNMENT CORP SEARCHORATION

ARTICLES OF INCORPORATION

-of-

RC MATTHEWS & ASSOCIATES, INC.

98 APR 21 PM 3: 47
SECRETARY OF STATE **
TALLAHASSEE, FLORIDA*

ARTICLE I NAME

The name of this corporation is RC MATTHEWS & ASSOCIATES, INC. and the place of business shall be located at:

6001 Almond Terrace Plantation, Florida 33317

ARTICLE II DURATION

This corporation shall exist in perpetuity.

ARTICLE III PURPOSE

This corporation is organized for the purpose of engaging in any activities or businesses permitted under the laws of the United States of America and/or the state of Florida.

ARTICLES IV CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

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ARTICLES OF INCORPORATION of RC MATTHEWS & ASSOCIATES, INC.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent and the address of the registered office of this corporation is:

R. CAELI MATTHEWS 6001 Almond Terrace Plantation, Florida 33317

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

R. CAELI MATTHEWS 6001 Almond Terrace Plantation, Florida 33317

ARTICLE VII INCORPORATION

The name and address of the person signing these Articles of Incorporation is:

R. CAELI MATTHEWS 6001 Almond Terrace Plantation, Florida 33317

ARTICLE VIII BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors.

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ARTICLES OF INCORPORATION of RC MATTHEWS & ASSOCIATES, INC.

ARTICLE IX POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporations Act.

ARTICLE X INDEMNIFICATION

The corporation shall have the authority to indemnify any officer, director or member, or any former officer, director or member, to the full extent permitted by law.

ARTICLE XI AMENDMENT OF ARTICLES

The corporation reserves the right to amend or appeal any provision(s) contained in these Articles of Incorporation, or any amendment(s) thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15 day of April, 1998.

R. Caeli Matthews

STATE OF FLORIDA COUNTY OF BROWARD

I HEREBY CERTIFY that, on this day, before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgments, personally appeared R. CAELI MATTHEWS, who, after being duly sworn, acknowledged before me the execution of the foregoing instrument for the purposes therein expressed and who produced DRIVERS as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 5 day of April, 1998.

NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:

VALERIE POSSENTI

Page 3 of 3 Pages

ARTICLES OF INCORPORATION of RC MATTHEWS & ASSOCIATES, INC.

DESIGNATION OF 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 and Names and Addresses of the Officers and Directors.

(Attached to the Articles of Incorporation of RC MATTHEWS & ASSOCIATES, INC. and Made a Part Thereof)

Pursuant to Chapters 48 and 607, Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Incorporation of said corporation to which this document is attached:

THAT, RC MATTHEWS & ASSOCIATES, INC. desiring to organize under the laws of the state of Florida, with its registered office as indicated in the Articles of Incorporation in the City of Plantation, County of Broward, state of Florida, has named R. CAELI MATTHEWS, whose address is 6001 Almond Terrace, Plantation, Florida 33317, as its Registered Agent to accept service of process within this state.

ACCEPTANCE

THAT, I hereby agree, as Registered Agent to accept Service of Process; to keep an office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.

. CAELI MATTHEWS Registered Agent

98 APR 21 PM 3: 47
SECRETARY OF STATE.