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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CT Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32310 222-1092

City State Zip Phone

CORPORATION(S) NAME

100002546061--8

-06/03/98--01061--017

*****70.00 *****70.00

REC Acquisition Corp.

☒ Profit articles
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Limited Liability Company

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Name Registration

☐ Change of R.A.

☐ Fictitious Name

☐ UCC-1 Financing Statement

☐ UCC-3 Filing

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**ARTICLES OF INCORPORATION
OF
RECI ACQUISITION CORP.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be RECI Acquisition Corp. (hereinafter, the "Company").

ARTICLE II

The principal place of business and mailing address of the Company shall be 800 Connecticut Avenue, N.W., Suite 1111, Washington, DC 20006.

ARTICLE III

The total number of shares which the Company is authorized to issue is 1,000 shares of Common Stock, without par value.

ARTICLE IV

The name and address of the initial registered agent are CT Corporation System, c/o CT Corporation System, 1200 Pine Island Road, Plantation, FL 33324.

ARTICLE V

The names and mailing addresses of the incorporators are Maria Chambers and Tasha Rauscher, CT Corporation System, 1635 Market Street, Philadelphia, Pennsylvania 19103.

Maria T. Chambers

Name: Maria Chambers, Incorporator

June 2, 1998

Date

Tasha Rauscher

Name: Tasha Rauscher, Incorporator

June 2, 1998

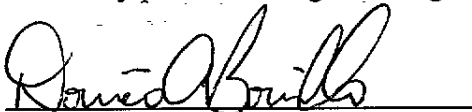
Date

ARTICLE VI

The board of directors shall consist of such number of directors, not less than one nor more than three, as may be determined from time to time by resolution of the board of directors in the manner provided by the Company's Bylaws. There initially shall be two (2) directors of the Company. The names and addresses of the persons who are to serve as directors until the first meeting of stockholders, or until their successors are elected and have qualified, are:

<u>Name</u>	<u>Address</u>
F. Traynor Beck	c/o Consolidation Capital Corporation 800 Connecticut Avenue, N.W. Suite 1111 Washington, D.C. 20006
Timothy Clayton	c/o Consolidation Capital Corporation 800 Connecticut Avenue, N.W. Suite 1111 Washington, D.C. 20006

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.



Signature/Registered Agent

Domenic A. Borriello

Assistant Secretary -CT CORPORATION SYSTEM

6/2/98

Date

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TALLAHASSEE, FLORIDA