

P98000059104



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 879263 4374271

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : \$ 70.00

ORDER DATE : July 2, 1998

ORDER TIME : 1:55 PM

ORDER NO. : 879263-005

CUSTOMER NO: 4374271

CUSTOMER: David M. Krause, Esq.
HERZFELD & RUBIN

Suite 1501
801 Brickell Avenue
Miami, FL 33131

300002579548-13

DOMESTIC FILING

NAME: R BAR CATTLE COMPANY

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -2 PM 3:13

RECEIVED
98 JUL -2 PM 2:38
DIVISION OF CORPORATIONS
JL 7/2/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -2 PM 3: 13

ARTICLES OF INCORPORATION OF

R BAR CATTLE COMPANY

ARTICLE I

The name of the corporation is R BAR CATTLE COMPANY having its principal place of business at Suite 3100, First Union Financial Center, 200 South Biscayne Boulevard, Miami, Florida 33131.

ARTICLE II

The corporation may engage in or transact any and all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The corporation is authorized to issue and have outstanding at any one time an aggregate of Five Hundred (500) shares of one class of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV

There shall be no preemptive rights accruing to the shareholders.

ARTICLE V

The corporation's initial Registered Agent and Registered Office in the State of Florida are:

REGISTERED AGENT: WILLIAM L. RICHEY

REGISTERED OFFICE: --
Suite 3100
First Union Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131

Having been named initial Registered Agent to accept service of process for the corporation at the initial registered office designated herein, I hereby accept such status and consent to act in the capacity and agree to comply with all the requirements of law pertaining thereto.


REGISTERED AGENT: William L. Richey

ARTICLE VI

The number of Directors constituting the initial Board of Directors of the Corporation is One.

ARTICLE VII

The name and address of the member of the initial Board of Directors is:

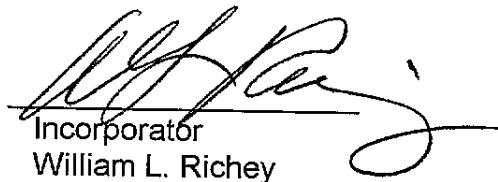
WILLIAM L. RICHEY
Suite 3100
First Union Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -2 PM 3:13

ARTICLE VIII

The name and address of the Incorporator of these Articles of Incorporation is:

WILLIAM L. RICHEY
Suite 200
First Union Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131


Incorporator
William L. Richey

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared William L. Richey, who is personally known and who stated that he was the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he signed same for the purposes therein expressed.

WITNESS my hand and official seal at Miami, Florida, this 18TH day of June, 1998.


Notary Public

