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July 20, 1998

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-07/21/98--01033--009

Re: R.E.E.S.A., INC.

***122.50 ***122.50

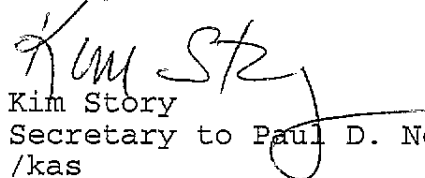
Gentlemen:

Enclosed please find the Articles of Incorporation of R.E.E.S.A., INC.
Please file said Articles and assign a Charter Number accordingly.

I am also enclosing herewith our check no. 27393 in the amount of
\$122.50 to cover the filing fees, etc.

Thanking you for your continued assistance, I remain,

Sincerely,



Kim Story
Secretary to Paul D. Newell
/kas
Enc.
File #11120

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ARTICLES OF INCORPORATION

OF

R.E.E.S.A., INC.

ARTICLE I. NAME

The name of this corporation shall be: R.E.E.S.A., INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Florida Department of State, Division of Corporations. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 5000 par value shares of common capital stock.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board of Directors shall be one. The number of directors may be increased or decreased from time to time as provided in this corporation's bylaws.

The names and addresses of each individual who shall serve as a member of the Initial Board of Directors are:

Charis R. Memblatt
6368 Bucknell Avenue
Keystone Heights, Florida 32656

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ARTICLE VI. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VII. PRINCIPAL OFFICE & INITIAL REGISTERED

OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:

Suite 201 Newell Building
101 Lawrence Boulevard
Keystone Heights, Florida 32656.

The name of the individual who shall serve as this corporation's initial registered agent at that address is:


Paul D. Newell

ARTICLE VIII. INCORPORATOR

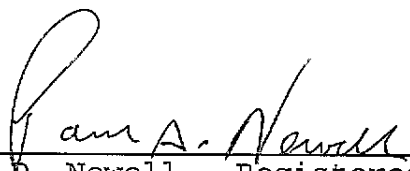
The name and address of the individual who shall serve as this corporation's incorporator are: Charis R. Memblatt, 6368 Bucknell Avenue, Keystone Heights, Florida 32656.

ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

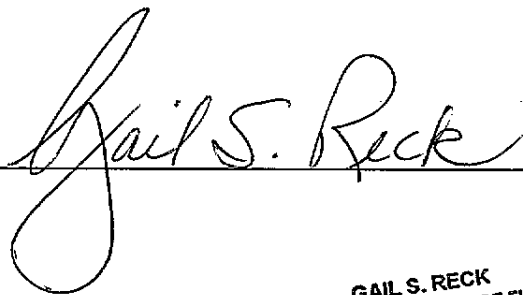

Charis R. Memblatt - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of R.E.E.S.A., INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Paul D. Newell - Registered Agent

STATE OF FLORIDA
COUNTY OF CLAY

On July 17th, 1998, Paul D. Newell, designated above as the individual who shall serve as the corporation's initial registered agent; and Charis R. Memblatt, the corporation's incorporator, both of whom are personally known to me, personally appeared before me at the time of notarization, and acknowledged signing these Articles of Incorporation of R.E.E.S.A., INC. for the purposes therein expressed.



GAIL S. RECK
NOTARY PUBLIC, STATE OF FLORIDA
MY COMM. EXPIRES SEPTEMBER 22, 1998
COMM. NO. CC 400541

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DIVISION OF CORPORATIONS
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