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\* ESTATE PLANNING

August 13, 1998

VIA FEDERAL EXPRESS

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

500002616125-2  
-08/14/98--01036--008  
\*\*\*122.50 \*\*\*122.50

RE: RTR Consultants, Inc.

Dear Sir/Madam:

We enclose the original and one copy of the Articles of Incorporation for the above-named corporation together with our \$122.50 check in payment of the following fees:

Filing of Articles of Incorporation	\$35.00
Registered Agent Designation	\$35.00
Certified copy of Articles of Incorporation	\$52.50

EFFECTIVE DATE  
8-12-98

Please certify the enclosed copy of the Articles of Incorporation and return them, together with the filing receipt to our offices at the address indicated above.

Very truly yours,

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

By:

Betsy Courant

Betsy Courant  
Legal Assistant

/bc  
encls.

Dmc  
8/18/98

FILED  
98 AUG 14 AM 9:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FOR

**RTR CONSULTANTS, INC.**

**FILED**

98 AUG 14 AM 9:18

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator under the Florida Business Corporation Act, adopts the following Articles of Incorporation for **RTR CONSULTANTS, INC.**

1. The name of the corporation is **RTR CONSULTANTS, INC.**

2. The principal office of the corporation is:

9088 W. Atlantic Blvd., # 533  
Coral Springs, FL 33071

**EFFECTIVE DATE**  
**8-12-98**

3. The corporation shall have authority to issue 7500 shares of stock, all of one class with no par value.

4. The corporation's initial registered office is: 2200 Corporate Boulevard, N.W., Suite 401, Boca Raton, Florida 33431. The name of the corporation's initial registered agent at this office is HCRM Corp.

5. The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States or Florida.

6. The number of directors constituting the initial board of directors is one and his name and address are:

Name

Address

Phillip Joseph Bradshaw

9088 W. Atlantic Blvd., # 533  
Coral Springs, FL 33071

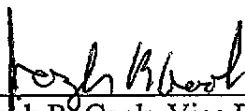
7. The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
HCRM Corp.	2200 Corporate Boulevard, N.W. Suite 401 Boca Raton, Florida 33431

8. The effective date of the corporate existence pursuant to section 607.0203 of the Florida Statutes shall be August 12, 1998, provided such date is within five (5) business days prior to the date of filing.

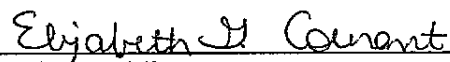
Executed and subscribed at Boca Raton, Florida on August 12, 1998.

HCRM Corp., as Incorporator

By:   
Joseph R. Cook, Vice President

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of RTR CONSULTANTS, INC. were acknowledged before me by Joseph R. Cook, Vice President of HCRM Corp., who is personally known to me, on this 12th day of August, 1998 on behalf of HCRM Corp.

  
Notary Public  
My commission expires:  
Printed Name:



Acceptance of Registered Agent

FILED

98 AUG 14 AM 9:18

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HCRM CORP. hereby accepts the above appointment as registered agent of HCRM CONSULTANTS, INC. and acknowledges that it is familiar with the obligations of that position.

HCRM CORP.

By: \_\_\_\_\_

Joseph R. Cook, Vice President

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Acceptance of Registered Agent was acknowledged before me by Joseph R. Cook, as Vice President of HCRM Corp., who is personally known to me, on this 12th day of August, 1998 on behalf of the Corporation.

Elizabeth G. Courant

Notary Public

Printed Name: \_\_\_\_\_

My commission expires: \_\_\_\_\_

