

David S. McDonald

ATTORNEY & COUNSELOR AT LAW
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October 8, 1998

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*****78.75 *****78.75

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

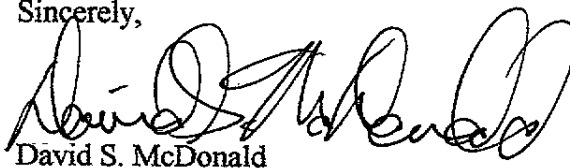
RE: RP-Tech, Inc./Articles of Incorporation
Althouse Enterprises, Inc./Articles of Incorporation

Dear Sir or Madam:

Enclosed herewith please find the original and one copy of the Articles of Incorporation for each of the above referenced corporations. Also enclosed are my firm checks in the amount of \$78.75 each which represents the filing fee and certification fee for each corporation. If you have any questions, please do not hesitate to contact me.

Thank you in advance for you kind and prompt attention to this matter.

Sincerely,


David S. McDonald

DSM/tln
Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 13 AM 9:40

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ARTICLES OF INCORPORATION

OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 OCT 13 AM 9:40

Althouse Enterprises, Inc.

The undersigned, acting as Incorporator(s) pursuant to Chapter 607 of the Florida Statutes, adopt(s) the following Articles of Incorporation.

ARTICLE I. NAME

The name of this Corporation is Althouse Enterprises, Inc.

ARTICLE II. DURATION

The period of its duration is perpetual, beginning from the date these Articles are filed with the State of Florida, Secretary of State.

ARTICLE III. PURPOSE

The general purpose of the business to be transacted by this Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, and to effectuate such purposes it may act in any capacity including as an agent or attorney-in-fact for any person or entity.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock, all of one class, without any stated par value, which will all be designated "common shares".

ARTICLE V. PREEMPTIVE RIGHTS

A. Each of the shareholders agrees not to sell, transfer, pledge, assign or otherwise in any way dispose of his or her shares unless and until he or she shall have offered to sell his or her shares to the other shareholders at a fair and reasonable price.

B. All additional shares of common stock issued by the Corporation will be subject to

the same restrictions regarding transferability as the initial stock.

C. The holders of common shares will be entitled to purchase newly issued stock proportionate to their respective holdings prior to the stock being offered to outside subscribers.

**ARTICLE VI. INITIAL PRINCIPAL OFFICE
AND MAILING ADDRESS OF CORPORATION**

The street address of the initial principal office of this Corporation is 13802 Boros Street, Orlando, Florida 32837.

The initial mailing address of this Corporation is Post Office Box 770124, Orlando, Florida 32877-0124.

**ARTICLE VII. INITIAL REGISTERED AGENT
OF CORPORATION AND ADDRESS OF REGISTERED AGENT**

The name of the initial registered agent of this Corporation is David S. McDonald, and the address of this initial Registered Agent is 37 North Orange Avenue, Suite 401, Orlando, Florida 32801.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This Corporation will have one (1) director(s) initially. The number of directors may either be increased or diminished from time to time by the Bylaws but will never be less than one (1). The name and address of the initial director(s) of this Corporation is/are:

A. Marilyn J. Abbey, 13802 Boros Street, Orlando, Florida 32837.

ARTICLE IX. INCORPORATOR

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

David S. McDonald, Esquire, 37 North Orange Avenue, Suite 401, Orlando, Florida 32801.

ARTICLE X. BYLAWS

The power to adopt, alter, amend or repeal Bylaws will be vested in the Board of Directors and the shareholders.

ARTICLE XI. MANAGEMENT BY SHAREHOLDERS

All corporate powers will be exercised by or under the authority of, and the business affairs of this Corporation will be managed under the direction of, the shareholders of this Corporation.

DATED: October 8, 1998.



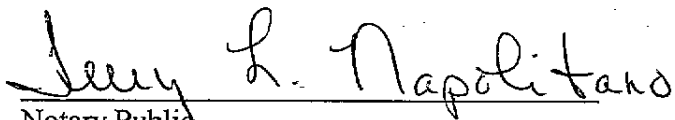
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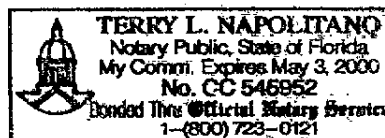
STATE OF
COUNTY OF

The foregoing instrument was acknowledged before me this 8 day of October, 1998, by David S. McDonald, who is described as Incorporator, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he/she subscribed to such Articles of Incorporation for the purposes therein described.



Notary Public

My Commission Expires:




Personally Known X OR Produced Identification _____

Type of Identification Produced _____

[Other Incorporators Acknowledgments]

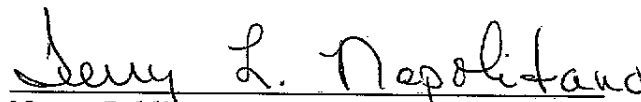
ACCEPTANCE OF DUTIES OF REGISTERED AGENT

I HEREBY ACCEPT the designation, duties, and responsibilities as REGISTERED AGENT of Althouse Enterprises, Inc., and agree to comply with all provisions of the Florida Statutes, and/or any other applicable laws related thereto.

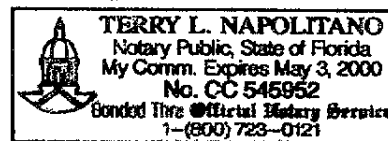

Registered Agent

STATE OF FLORIDA
COUNTY OF

The foregoing instrument was acknowledged before me this 8th day of October, 199 8, by David S. McDonald, described as the REGISTERED AGENT for Althouse Enterprises, Inc. and who executed the foregoing designation as REGISTERED AGENT for the purposes therein expressed.


Notary Public

My Commission Expires:



Personally Known X OR Produced Identification _____

Type of Identification Produced _____

FILED
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