

P99 000018098

Premier Management Company

Accounting, Consulting, Financing & Income Tax Services

1437 1347 N.E. 4th Avenue

Fort Lauderdale, FL 33304

Tel: (954) 767-0116 Fax: (954) 767-8616

Email: DirectDish@aol.com

February 22, 1999

Florida Department of State

Ms. Carolyn Batten

P.O. Box 6327

Tallahassee, FL 32314

600002777436--7
-02/17/99-01005--001
*****78.50 *****78.50

RE: Rite-Tech Systems, Inc.

Hello Ms. Batten:

I have enclosed back the papers for Rite-Tech Systems, Inc. By the time you receive these papers, the reactivation for the fictitious name of Premier Management Company should have been completed. I have mailed them last week. If you have any difficulties, please call me at (954) 767-0116 or page me at (954) 897-9130.

Sincerely yours,

Premier Management Company

Jean-Marie Olivier
Jean-Marie Olivier

enclosures: Rite-Tech Systems, Inc.

FILED
99 FEB 25 AM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jean-Marie Olivier GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Remove fictitious name* #14
DATE *2-25-99*
DOC. EXAM *CB*

CB
2-25-99
ll



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 17, 1999

PREMIER MANAGEMENT COMPANY
JEAN-MARIE OLIVIER
1437 N.E. 4TH AVE.
FT. LAUDERDALE, FL 33304

SUBJECT: RITE-TECH SYSTEMS, INC.
Ref. Number: W99000003972

We have received your document for RITE-TECH SYSTEMS, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The registered agent designated in your document is not an active entity according to our records. Please reinstate this entity (call (850) 487-6059 for information) or designate another entity that is active according to our records.

I tried to reach you at (954) 767-0116. The number stated on your Transmittal Letter.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 799A00007078

ARTICLES OF INCORPORATION
OF
RITE-TECH SYSTEMS, INC.

ARTICLE I - NAME AND ADDRESS

The name of the corporation shall be *Rite-Tech Systems, Inc.* with its place of business at 1981 N.W. 43rd Terrace, Suite 447, Lauderhill, Florida 33313.

ARTICLE II - CORPORATE NATURE

This corporation is organized pursuant to the Corporations For Profit Law of the State of Florida, set forth under the Florida Business Corporation Act of the Florida Statues.

ARTICLE III - PURPOSE

This corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida. This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

This corporation shall commence its existence upon receipt of these articles by the Secretary of State. This corporation shall have a perpetual existence.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of Common Stock, each share to have a Par Value of one (\$1.00) dollar. The shares may be issued upon such terms as the Board of Directors may from time to time authorize.

ARTICLE VI - INCORPORATES AND DIRECTORS

The corporation shall initially have one (1) director to hold office until the first annual meeting of stockholder and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time according to the By-laws. The name and mailing address of the incorporator is as follows:

Wisley Jeantinor
1981 N.W. 43rd Terrace, Suite #447
Lauderhill, Florida 33313

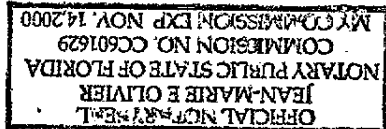
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA)
) SS.
COUNTY BROWARD)

BEFORE ME, the undersigned authority, personally appeared:
Wisley Jeantinor, Fla. Lic.# J 535-880-62-124-0;
to me known to be the person who executed the foregoing Articles of Incorporation and
he acknowledges to and before me that he executed such instrument.

In Witness Whereof, I have hereunto set my hand seal this 6th day of
December, 1998



My Commission Expires:

A handwritten signature in cursive script, appearing to read "Jean-Marie E. Olivier", written over a horizontal line.

Notary Public / State of Florida

ARTICLE VII - IDENTIFICATION OF REGISTERED AGENT

The name and address of this corporation's registered agent at the above address is as follows:

JEAN-MARIE OLIVIER
1437 N.E. 4th Avenue
Fort Lauderdale, Fl 33304

ARTICLE VIII - BYLAWS

Subject to the limitations contained in the By-laws, and any limitations set forth in the Corporations for profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to or new By-laws may be adopted, either by a resolution of the board of Directors, or by following the procedure set forth therefore in the By-laws.

ARTICLES IX AMENDMENT OF ARTICLES

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. This corporation reserves the right to amend or repeal provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned constituting the subscribers of this corporation, for the purpose of forming this corporation for profit under the laws of the State of Florida, have executed these Articles of Incorporation this 6th day of December, 1998.

ACKNOWLEDGMENTS

Witnessed By:

Wisley Jeantinor

Wisley Jeantinor
President

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED**

In compliance with Section 607.0501, Florida Statutes the following is submitted:
First, that Rite-Tech Systems, Inc., with its place of business at 1981 N.W. 43rd Terrace,
Suite #447, Lauderhill, Fl 33313 has named Premier Management Company, located at
1437 N.E. 4th Avenue, Fort Lauderdale, Fl 33304 as its agent to accept service of
process within Florida.

Wisley Jeanthinor
Wisley Jeanthinor,
President

12 - 06 - 98
Date

Having been named to accept service of process for the above stated business
organization, at the place designated in this certificate, I hereby agree to act in the
capacity, and this agree to comply with the provisions of my duties and responsibilities
proper and complete performance of my duties and responsibilities as registered agent, and
I accept the duties and obligations of Section 607.0505, Florida Statutes.

Jean-Marie Olivier for Premier Management Co.
Jean-Marie Olivier, President

Registered Agent

December 6, 1998
Date

FILED
99 FEB 25 AM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA