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March 10, 1999

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 11 AM 8:14

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


RE: Incorporation of RBM Systems, Inc.

Dear Sir/Madam:

Enclosed please find duly executed Articles of Incorporation for the above referenced matter, to be filed with the Department of State, together with this firm's check in the amount of \$78.75, representing filing fees. Upon filing, please return a certified copy to me in the enclosed self-addressed stamped envelope.

If you should have any questions, please do not hesitate to contact my office.

Sincerely,


Jeffrey M. Herman,
For the Firm

JMH/emc
Enclosures

cc: William Herman, Vice President

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

D. BROWN MAR 17 1999

ARTICLES OF INCORPORATION
OF
RBM Systems, INC.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 11 AM 8:14

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

RBM Systems, INC.

The address of the principal office of this corporation shall be 650 Falling Water Road, Weston, Florida 33326 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or nay other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1601 North Flamingo Road, Suite Two, Pembroke Pines, Florida 33028-1004, and the name of the initial registered agent of the corporation at that address is Jeffrey M. Herman, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

MIKE FROST
President

3745 Amalfi Drive
Hollywood, Florida 33021

WILLIAM HERMAN
Vice President

650 Falling Water Road
Weston, Florida 33326

RICHARD SCOTT
Secretary/Treasurer

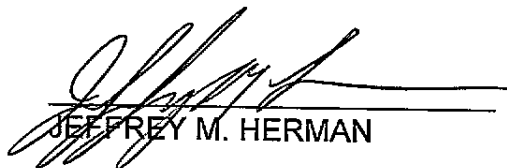
245 Somerset Way
Weston, Florida 33326

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

JEFFREY M. HERMAN, ESQUIRE
1601 North Flamingo Road
Suite Two
Pembroke Pines, Florida 33028-1004

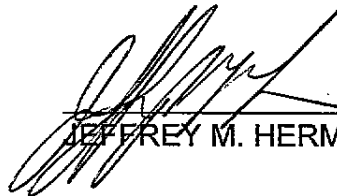
IN WITNESSES WHEREOF, the undersigned agent has hereunto set his hand and seal on this 16 day of MARCH, 1999.


JEFFREY M. HERMAN

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 11 AM 8:15

JEFFREY M. HERMAN, Esquire, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


JEFFREY M. HERMAN, ESQUIRE