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FEDERAL EXPRESS

March 17, 1999

Secretary of State  
Corporate Records Bureau  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: RT Florida Corporation

EFFECTIVE DATE  
3-17-99

Gentlemen:

Enclosed herewith are two executed copies of the Articles of Incorporation for the above-referenced corporation together with a check payable to the Secretary of State in the amount of \$78.75 in payment of the following:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent Filing Fee	35.00
TOTAL	<u>\$ 78.75</u>

700002810627--9  
-03/18/99--01065-015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Please return the certified copy to the attention of the undersigned in the prepaid Federal Express envelope enclosed.

Thank you for your cooperation in this matter.

Very truly yours,

Cathy Scott  
Legal Assistant

FILED  
99 MAR 18 PM 2:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Enclosures: Check

Articles (*in duplicate*)

cc: Patrick J. DiSalvo (without enclosures)  
Lawrence B. Juran (without enclosures)

MAR 24 1999

ARTICLES OF INCORPORATION  
OF  
RT FLORIDA CORPORATION

FILED  
99 MAR 18 PM 2:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is RT Florida Corporation (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal office of the Corporation, which is also the mailing address of the Corporation, is located at the following address:

222 Lakeview Avenue, 17<sup>th</sup> Floor  
West Palm Beach, FL 33401

EFFECTIVE DATE  
3-17-99

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - DURATION

The Corporation shall have perpetual existence commencing on March 17, 1999.

ARTICLE V - CAPITAL STOCK

The Corporation is authorized to issue 20,000 shares of \$0.001 par value common stock, consisting of 10,000 shares of Class A voting common shares and 10,000 shares of Class B non-voting common shares.

#### ARTICLE VI - BYLAWS

The bylaws of the Corporation may be adopted, altered, amended or repealed by either the stockholders or the directors of the Corporation.

#### ARTICLE VII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office of the Corporation are:

Regserv Corp.  
222 Lakeview Avenue, 17<sup>th</sup> Floor  
West Palm Beach, FL 33401

#### ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles are:

Patrick J. DiSalvo  
222 Lakeview Avenue, 17<sup>th</sup> Floor  
West Palm Beach, FL 33401

#### ARTICLE X - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation but shall never be less than one (1). The name and address of the initial director of the Corporation are:

##### NAME

Bruce A. Rendina


##### ADDRESS

1549 Enclave Circle  
West Palm Beach, FL 33411

#### ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17<sup>th</sup> day of March, 1999.

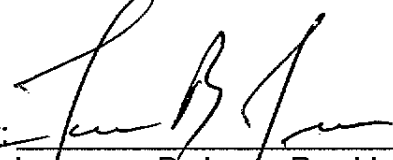
  
\_\_\_\_\_  
Patrick J. DiSalvo

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VIII OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

Dated this 17<sup>th</sup> day of March, 1999.

REGSERV CORP.

By:   
\_\_\_\_\_  
Lawrence B. Juran, President

FILED  
99 MAR 18 PM 2:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA