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PLEASE SEND MY CORPORATION CONFIRMATION TO MY POST BOX:
P.O. BOX 16952
JACKSONVILLE, FL 32245-6952

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FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
8-15-99

Jerry Jarbe GAVE

AUTHORIZATION BY PHONE TO

CORRECT VI

DATE 8/5/99

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EFFECTIVE DATE

8-15-99

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
Rasta Technologies, Inc.**

The Undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is: Rasta Technologies, Inc., and the principal physical address of this corporation is 7925 Merrill Road Apartment 2811, Jacksonville, Florida 32277. The mailing address of this corporation is P.O. Box 16952, Jacksonville, Florida 32245-6952. The phone number of this corporation is 404-271-4740.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and/or all lawful business.

ARTICLE IV - CAPITAL SHARES

The aggregate number of shares which the corporation shall have authority to issue shall be one hundred (100) Shares of Common Stock, having a nominal par value of \$1.00 per share.

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of Rasta Technologies, Inc.

ARTICLE V - REGISTERED OFFICE & AGENT

The street address of the initial registered office of this corporation is 7925 Merrill Road Apartment 2811, Jacksonville, Florida 32277, and the name of the initial registered agent of this corporation at that address is Jerry D. Jarboe 257-27-5613.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. Thereafter, the number of directors may be either increased or decreased from time to time in the manner provided in the By-Laws. The name and address of the initial directors of this corporation are:

NAME/SS#/TITLE	ADDRESS
Jerry D. Jarboe 257-27-5613	7925 Merrill Road Apartment 2811 Jacksonville, Florida 32277
President/Vice-President Secretary/Treasurer	100% Ownership

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:
Jerry D. Jarboe 7925 Merrill Road Apartment 2811 Jacksonville, Florida 32277
President/Vice President/Secretary/Treasurer

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of Rasta Technologies, Inc.

ARTICLE VIII - INDEMNIFICATION

The corporation shall have the power to indemnify all officers and directors and former officers and directors to the fullest extent permitted by law.

ARTICLE IX - AMENDMENT

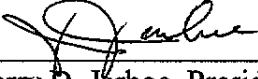
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - CORPORATE EXISTENCE

The date of commencement of corporate existence shall be August 15, 1999.

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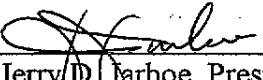
IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this August 15, 1999.



Jerry D. Jarboe, President

STATE OF FLORIDA
COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared, and produced current
Florida Drivers license as identification, as well as personally known to me, Jerry
D. Jarboe, after being duly sworn, deposes and says that she is the person
described as incorporator of these Articles of Incorporation, and that the
information therein contained is true and correct.



Jerry D. Jarboe, President

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Sworn to and subscribed before me this 28th day of July, 1999.


FLORIDA NOTARY PUBLIC, STATE OF FLORIDA



DEBORAH ANN CREGO
COMMISSION # CC 549842
EXPIRES MAY 01, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designed in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida statutes relative to keeping open said office.


Jerry D. Jarboe, President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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