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CRISTINA P. FERNANDEZ

1365 Stillwater Drive
Miami Beach, FL 33141-1029

Phone/Fax No. (305) 866-9818

FILED
99 SEP 22 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 8th, 1999

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

100002993251-3
09/22/99-01022-016
****122.50 *****78.75


Dear Sir/Madam:

Please find enclosed the Articles of Incorporation of:

RC INT'L GROUP, INC.

We are also attaching herewith a check payable to the Secretary of State in the amount of \$ 122.50, to cover for its filing fees.

Sincerely,


Registered Agent

NOTE: SHOULD YOU HAVE ANY QUESTION REGARDING THE ABOVE, PLEASE CALL:

CRISTINA P. FERNANDEZ
(305) 886-9818

D. BROWN SEP 24 1999

**ARTICLES OF INCORPORATION
OF
RC INT'L GROUP, INC.**

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ARTICLE ONE

The name of the corporation is **RC INT'L GROUP, INC.**

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which this corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

The Corporation's principal office is located at:

2547 Jardin Lane
Weston, FL 33327

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 100, of the par value of ONE DOLLAR (\$ 1.00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares, consideration of the value of: \$ 100.00, consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is: 1365 Stillwater Drive, Miami Beach, FL 33141-1029, and the name of its initial registered agent at such address is Cristina P. Fernandez.

ARTICLE SEVEN

The number of directors constituting the initial board of directors is 2, and the name(s) and addresses of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Position	Address
Roberto Calarese	President	2547 Jardin Lane, Weston, FL 33327
Maria Calarese	Vice-President	2547 Jardin Lane, Weston, FL 33327

ARTICLE EIGHT

The name and address of each incorporator is:

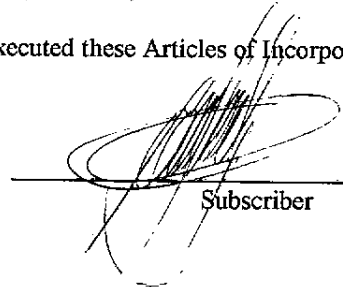
Name	Mailing Address
Roberto Calarese	2547 Jardin Lane, Weston, FL 33327

ARTICLE NINE

The name and address of the person signing these articles is:

Roberto Calarese	2547 Jardin Lane, Weston, FL 33327
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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8th. day of September, 1999.



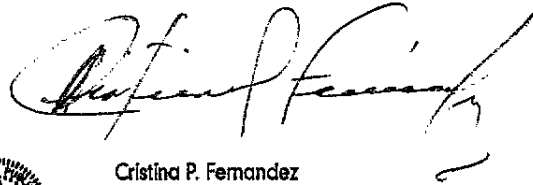
Subscriber

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Roberto Calarese, known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid this 8th. of September, 1999.





Cristina P. Fernandez
MY COMMISSION # CC730383 EXPIRES
May 23, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

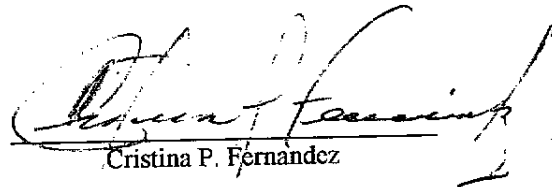
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The undersigned, named as Resident Agent in the Articles of Incorporation of:

RC INT'L GROUP, INC.

does hereby accept the designation of Resident Agent and agrees to perform those duties until and unless removed by the Board of Directors of said corporation.

Dated in Miami, Miami-Dade County, Florida this 8th of September, 1999.


Cristina P. Fernandez