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Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-11/10/99--01084--006
****122.50 ****78.75

November 8, 1999

RE: Incorporation -RIVERSIDE~COMMERCE, Inc.

Dear Registrar:

Enclosed in duplicate are Articles of Incorporation regarding the above-named company. A preliminary search for the name indicated that there is no problem with using this name.

Also enclosed is my check in the amount of \$122.50 to cover the fees, including the furnishing of a certification to me.

Thank you for your assistance.

Sincerely,



Pamela Chesebrough

FILED
1999 NOV 10 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. Howell NOV 11 1999

ARTICLES OF INCORPORATION.

OF

RIVERSIDE~COMMERCE, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

RIVERSIDE~COMMERCE, Inc.

The principal place of business of this corporation shall be:

**620 Garland Circle
Indian Rocks Beach, Florida 33785**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE II - NATURE OF BUSINESS

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

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

1,000 shares at \$1.00 each

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS AND DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until his successor is elected is:

**Gerry Hodes
14 Grove End House
Grove End Road
London, NW8 9HS United Kingdom**

ARTICLES VI - INCORPORATORS

The name and street address of the incorporator to these articles of incorporation is:

**Gerry Hodes
14 Grove End House
Grove End Road
London, NW8 9HS United Kingdom**

In Witness whereof, the undersigned incorporator has executed these Articles of Incorporation this 3rd. day of November, 1999.

Signature of Incorporator:

Gerry Hodes
Gerry Hodes

State of Florida

County of Pinellas

The foregoing instrument was acknowledged before me this
3rd. day of November, 1999 by Gerry Hodes
RIVERSIDE~COMMERCE, Inc. who is personally known to me
or who has produced a Florida Driver's License as identification and
who did take an oath.



Pamela Chesebrough
Commissioner of Oaths
or Notary Public

CC # 549054

April 23, 2000

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
REGISTERED OFFICE**


Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name of the corporation is:

RIVERSIDE~COMMERCE, Inc.

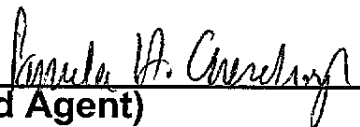
2. The name and address of the registered agent and office is:

**Pamela H. Chesebrough
11740 Currie Lane
Largo, Florida 33785**

Signature: 
Title: **President**
Date: *Nov. 3rd. 1999*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept Service of Process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida Statutes.

Signature 
(Registered Agent)

Date November 3, 1999