FROM : ACCOUNTING & TAX HELP INC.

PHONE NO. : 7273975189

Nov. 24 1999 12:03PM P1

Division of Corporations

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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850)922-4001

From:

Account Name : AL CLARK Account Number : 072100000173

: (727)398-6011 Fax Number : (727)397-5189

FLORIDA PROFIT CORPORATION OR P.A

R & R ENTERPRISE USA, INC.

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be

R & R ENTERPRISE USA, INC.

SECRETARY OF STATE DIVISION OF CONTORATIONS

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ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

P.O. BOX 252 MANGO, FL.33584

ARTICLE III SHARES

The number(s) of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 SHARES NO PAR

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: prepared by:

Name:RICHELLE K. & RANDALL E.MENDENALL Address:506 GROVE AVENUE SEFFNER, FL.33584 Accounting & Tax Help, INC. 8668 PARK BLVD Suite .A SEMINOLE, Florida 33777

PH#813-653-2989

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ARTICLE V DIRECTOR(S)

The number of directors constituting the initial Board of Directors of the corporation is Two (2) and the name(s) and address(es) of the person(s) who is to serve as director(s) until the first annual meeting of shareholders or until his or her successor(s) is(are) elected and qualified is(are):

Richelle K. & Randall E. Mendenall 506 Grove Avenue Seiffner, Fl. 33584

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these

Articles of Incorporation is (are):

Richelle K. & Randall E. Mendenall 506 Grove Avenue

Seffner, FL 33584

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

23rd day of	November	, 19 99
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(An additional article must be added if an effective date is requested.)

Signature

Notarization is not required

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA

1. The name of the corporation is:

R & R ENTERPRISE USA, INC.

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

Accounting & Tax Help, INC.
(Name)

8668 PARK BLVD., Suite A (P.O. Box not acceptable)

SEMINOLE Florida 33777 (City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

(Signature)

DATE <u>| | | 1-23-99</u>

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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