

Division of Corporations

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Florida Department of State
Division of Corporations
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Electronic Filing Cover Sheet

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03 JUL 31 AM 8:18

FLORIDA PROFIT CORPORATION OR P.A.

NRW, Inc.

RECEIVED

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DIVISION OF CORPORATIONS

Certificate of Status	0
Certified Copy	1
Page Count	03
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July 31, 2003

FAX COVER SHEET

To: Division of Corporations
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From: Allison Lichter, Paralegal

Fax: 850-205-0380

Re: (((H03000244921 0)))

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Message: Attached you will find an Electronic Filing Cover Sheet and Articles of Incorporation for filing under the above-referenced fax audit number. Please process this filing at your earliest convenience and do not hesitate to contact me should you have any questions or require additional information.

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CLERK OF STATE
DEPT OF CORPORATIONS

03 JUL 31 AM 8:18

**ARTICLES OF INCORPORATION
OF
NRW, INC.**

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

ARTICLE I
NAME

The name of the corporation is NRW, Inc. (hereinafter referred to as the "Corporation").

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation's principal office and mailing address is 201 S. Biscayne Boulevard, Suite 1700, Miami, Florida 33131.

ARTICLE III
CAPITAL STOCK

The Corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock that the Corporation is authorized to have outstanding is 1,000 shares of Common Stock of a par value of \$.01 per share.

ARTICLE IV
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation is Miami Center Registered Agents, LLC. The street address of the Corporation's initial registered office is 201 South Biscayne Boulevard, Suite 1700, Miami, Florida 33131.

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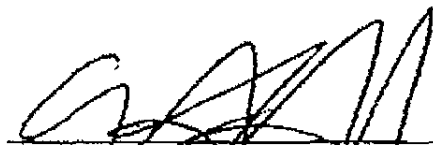
ARTICLE V
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Elliot C. Abbott, Esquire, c/o Kluger, Peretz, Kaplan & Berlin, P.L., 201 South Biscayne Boulevard, Suite 1700, Miami, Florida 33131.

ARTICLE VI
INDEMNIFICATION

The Corporation shall indemnify, to the fullest extent permitted by law as now or hereafter in effect, the Incorporator, any officer or director of the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 31st day of July 2003.



Eliot C. Abbott, Incorporator

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DIVISION OF CORPORATIONS

03 JUL 31 AM 8:18

CERTIFICATE OF REGISTERED AGENT
OF
NRW, INC.

Pursuant to Section 607.0501 of the Florida Business Corporation Act, the following is submitted in compliance with said Act:

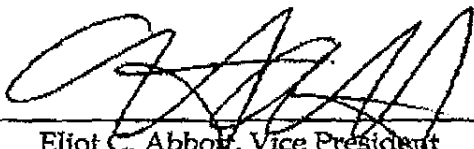
That NRW, Inc., desiring to organize under the laws of the State of Florida with its principal office at 201 S. Biscayne Boulevard, Suite 1700, Miami, Florida 33131, County of Miami-Dade, State of Florida, has named Miami Center Registered Agents, LLC, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provisions of all statutes relative to the proper and complete performance of said duties, and I am familiar with and accept the obligations of my position of registered agent.

Dated this 31st day of July 2003.

MIAMI CENTER REGISTERED AGENTS, LLC

By: 
Eliot C. Abbott, Vice President

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