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ACCOUNT NO. : 07210000032 REFERENCE: 311227 4305352 AUTHORIZATION : COST LIMIT : \$ 70.00 ORDER DATE: April 12, 2005 ORDER TIME : 12:07 PM ORDER NO. : 311227-005 CUSTOMER NO: 4305352 CUSTOMER: Adam Haberfield, Esq Orloff, Lowenbach, Stifelman & Siegel, P.a. 4th Floor 101 Eisenhower Pkway Roseland, NJ 07068 DOMESTIC FILING RBN INVESTMENTS, INC. NAME: EFFECTIVE DATE: XX \_\_\_ ARTICLES OF INCORPORATION \_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP \_\_\_ ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: CERTIFIED COPY \_\_\_ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

EXAMINER'S INITIALS:

CONTACT PERSON: Darlene Ward - EXT. 2935

## ARTICLES OF INCORPORATION

OF

## RBN INVESTMENTS, INC.

(Pursuant to Chapter 607, F.S. 607.0202)

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The undersigned, who is at least 18 years of age, for the purpose of forming a corporation for profit pursuant to the provisions of the Florida Business Corporation Act (the "Act"), certifies as follows:

FIRST: The name of the corporation is **RBN INVESTMENTS**, INC. (referred to below as the "Corporation").

SECOND: The principal place of business and mailing address of the Corporation is: c/o Richard B. Neff, 757 S.E. 17th Street, #331, Ft. Lauderdale, Florida 33316.

THIRD: The purpose for which the Corporation is organized is to engage in any act or activities for which corporations may be organized under the Act.

FOURTH: The Corporation is authorized to issue 1,000 shares of common stock, without par value.

FIFTH: The name and Florida street address of the Corporation's initial registered agent is: Richard B. Neff, 757 S.E. 17th Street, #331, Ft. Lauderdale, Florida 33316.

SIXTH: The number of directors shall be as specified in the Corporation's Bylaws. The initial board of directors of the Corporation (the "Board") shall consist of one (1) person whose name and address is:

Richard B. Neff 757 S.E. 17th Street #331 Ft. Lauderdale, Florida 33316

SEVENTH: The Corporation shall, to the fullest extent permitted by the provisions of the Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

EIGHTH: The name and address of the Corporation's sole incorporator are as follows:

Adam M. Haberfield, Esq. Orloff, Lowenbach, Stifelman & Siegel, P.A. 101 Eisenhower Parkway Roseland, New Jersey 07068

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on \_April 12 \_\_\_\_\_\_, 2005.

ADAM M. HABERFIELD, Incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

RICHARD B. NEFF