





FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 26, 1996

ANITA E. MANUEL, EA  
217 PERUVIAN AVENUE  
SUITE 2  
PALM BEACH, FL 33480

SUBJECT: RUBY, INC.  
Ref. Number: W96000009005

We have received your document for RUBY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles of incorporation must be prepared in compliance with section 607.0202, Florida Statutes. Please refer to this section of the law.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Farmer  
Document Specialist

Letter Number: 396A00019974

ARTICLES OF INCORPORATION

OF

*Ruby, Inc.*

FILED  
96 MAY -3 PM 3:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is *Ruby, Inc*

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE SHARES

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is *124 NORTH DIXIE Highway; WEST PALM BEACH, FLA. 33401* and the name of the initial registered agent of this corporation is at that address and is *ROYANNE WASHBURN* (initials)

ARTICLE VII - INITIAL BOARD OF DIRECTORS OF CORPORATION

This corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws. The name and address of the initial Board of Directors is

NAME

*ROYANNE Washburn*

ADDRESS

*124 North Dixie Highway  
WEST PALM BEACH, FLA. 33401  
~~WEST PALM BEACH DRIVE~~  
~~WEST PALM BEACH, FLA.~~* (initials)

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
ROXANNE WASHBURN	124 North DULIE Highway West-meadowbrook <del>Drive</del> (P) WEST Palm Beach, FLA. 33411-3340

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18<sup>th</sup> day of April, 19 96.

  
 \_\_\_\_\_  
 SUBSCRIBER

STATE OF FLORIDA

COUNTY OF

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared before me Roxanne M. Washburn known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid this 18<sup>th</sup> day of April, 19 96.

  
 \_\_\_\_\_  
 ROTARY PUBLIC, STATE OF FLORIDA AT LARGE

My Commission Expires:

 SUSAN LOVELL-POWERS  
 COMMISSION # CC 497659  
 EXPIRES SEP 24, 1999  
 BONDED THRU  
 ATLANTIC BONDING CO., INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, THAT Rubin, Inc.  
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF BOCA RATON, STATE OF FLORIDA, HAS NAMED ROYANNE WASHBURN  
LOCATED AT 1714 MacArthur Blvd, Suite 124 North Dixie Highway  
WEST PALM BEACH, FLA. 33411-3340  
ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

(20)

SIGNATURE: [Signature]  
Officer/Director

TITLE: President

DATE: 4-18-90

HAVING BEEN MADE 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 PERFORMANCE OF MY DUTIES.

SIGNATURE: [Signature]  
Registered Agent

DATE: 4-18-90

FILED  
96 MAY -3 PM 3:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

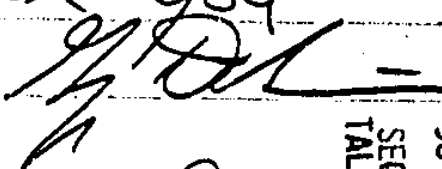
P96000038197

To Whom it may concern,

We would like to request  
A PAPER copy of the file  
on Ruby Inc. with the  
up dated Amendments recorded.

We have sent you a  
check with an additional \$10  
for this purpose.

400001973444 -- 7  
-10/15/96--01026--007  
\*\*\*\*\*45.00 \*\*\*\*\*45.00

Thank you  


Return address

Ruby Inc  
124 North Dixie Hwy  
W.P.B. FL. 33401

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 OCT 14 AM 9:36

FILED

Phone #

561-659-4559

D.B.A. Bell Bottoms

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
96 OCT 14 AM 9:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RUBY, INC.  
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST:** Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

1. James Layson has replaced Roxanne Washburn as President, effective October 1, 1996.
2. Claudio Carmona has become Secretary Treasurer effective October 1, 1996.
3. (George DeSimone has been named the new Registered Agent, effective October 1, 1996.

105 WATERVIEW WAY  
ROYAL PALM BEACH, FL 33411

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

All shares of the Corporation are presently held by the Registered Agent, and are non-issued.

THIRD: The date of each amendment's adoption: October 1, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*  

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group."
- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 6th day of October, 19 96

Signature Claudio Carmona  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) Claudio Carmona, Secretary Treasurer

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

\_\_\_\_\_  
Typed or printed name

\_\_\_\_\_  
Title

I am familiar with the Corp. & except the duties & responsibilities as Registered Agent for said Corp.

[Handwritten Signature]

105 Waterview Way  
Royal Palm Beach FL 33411