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ANDREW B. SCHNEIDERMAN, P.A.

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March 4, 1998

SENT VIA FEDERAL EXPRESS

Department of State  
409 E. Gaines Street  
Tallahassee, FL 32399

Attention: Dana Carroway  
New Filings

Re: Incorporation of ANDREW ROSS, INC.

500002796395-3  
-03/05/98--01008-027  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Ms. Carroway:

Thank you for your assistance today and assurance that you would be kind enough to expedite the filing and incorporation of ANDREW ROSS, INC.

Enclosed please find a Transmittal Letter and an original and one copy of the Articles of Incorporation, along with a check for \$87.50 for the filing fee, certified copy and Certificate of Status. We have also enclosed a prepaid Federal Express envelope for your convenience in returning the documents to us over night.

Again, thank you for your assistance and cooperation.

Very truly yours,

ANDREW B. SCHNEIDERMAN, P.A.

*Marilyn B. Elman*

Marilyn B. Elman  
Legal Assistant  
Enclosures

FILED  
99 MAR -5 PM 3:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*DE*

**ARTICLES OF INCORPORATION**

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

**ARTICLE I NAME**

The name of the corporation shall be:

Andrew Ross, Inc.

**ARTICLE II PRINCIPAL OFFICE**

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

3153 Clintmore Rd  
#105  
Boca Raton, FL 33496

**ARTICLE III PURPOSE(S)**

The specific purpose(s) for which the corporation is organized is(are):

to engage in business as may be  
authorized or permitted by Fl. Statute

**ARTICLE IV SHARES**

100

**ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent are:

Lawrence Balsamo  
3153 Clintmore Rd  
#105 Boca Raton, FL 33496

**ARTICLE VI INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation are:

Lawrence Balsamo 3153 Clintmore Rd #105  
Boca Raton, FL 33496

Lawrence Balsamo

Signature/Incorporator

3/4/99

Date

(An additional article must be added if an effective date is requested.)

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.

Lawrence Balsamo

Signature/Registered Agent

3/4/99

Date

FILED  
99 MAR -5 PM 3:55  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA