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APPROVED
AND
FILED
09 JAN -5 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CHUBB LICENSING SERVICES LLC

15 Mountain View Road, P.O. Box 1615, Warren, New Jersey 07061-1615 • T: 800 824-6717 F: 908 903-4245

April 1, 2008

New Filing Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Certificate of Authority
STATE OF FLORIDA

Please issue a Certificate of Authority to The Rubin Group, Inc. so that the organization can transact business in the Florida. Enclosed are the following:

1. Application for Certificate of Authority
2. Certificate of Existence
3. Chubb Licensing Services check in the amount of \$78.75

If any additional information is needed to complete this request, please let me know via phone, or direct this submission back to my attention at the address provided below.

Chubb Licensing Services, LLC
15 Mountain View Road
Warren, NJ 07061

Thank you for your cooperation.

Sincerely,

Michelle Jozefyk
Licensing Specialist
Chubb Licensing Services LLC
mjozefyk@chubb.com
(908) 903-2413

Enclosures

Received

MAR 20 2008

Chubb Licensing Services

COVER LETTER



TO: New Filing Section
Division of Corporations

SUBJECT: The Rubin Group, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Michelle Jozefyk

(Name of Person)

Chubb Licensing Services, LLC

(Firm/Company)

15 Mountain View Rd.

(Address)

Warren, NJ 07059

(City/State and Zip code)

For further information concerning this matter, please call:

Michelle Jozefyk

(Name of Person)

at (908) 903-2413

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☒ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. The Rubin Group, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

The Rubin Group of New York, Inc.

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York

(State or country under the law of which it is incorporated)

3. 13-3542904

(FEI number, if applicable)

4. 10/19/1989

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 111 John Street, Suite 1900, New York, NY 10038

(Principal office address)

111 John Street, Suite 1900, New York, NY 10038

(Current mailing address)

8. Insurance Agency

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(City)

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: Christine M. Malan

(Registered agent's signature)

Asst. V.P.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

09 JAN -5 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Barbara DeMarco

Address: 111 John Street, Suite 1900
New York, NY 10038

Director: _____

Address: _____

B. OFFICERS

President: Barbara DeMarco

Address: 111 John Street, Suite 1900, New York, NY 10038

Vice President: Barbara DeMarco

Address: 111 John Street, Suite 1900, New York, NY 10038

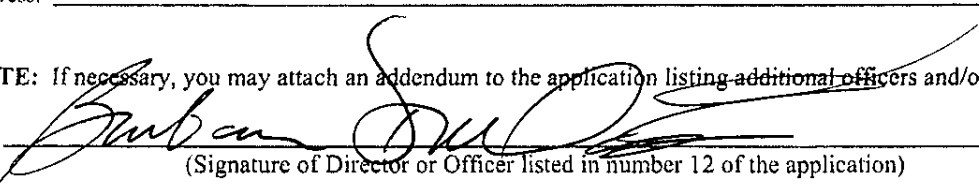
Secretary: Barbara DeMarco

Address: 111 John Street, Suite 1900, New York, NY 10038

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Barbara DeMarco
(Typed or printed name and capacity of person signing application)

APPROVED
AND
FILED

09 JAN -5 AM 10:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**State of New York
Department of State } ss:**

I hereby certify, that the Certificate of Incorporation of THE RUBIN GROUP, INC. was filed on 10/19/1989, under the name of RICKEL, RUBIN & ASSOCIATES, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment RICKEL, RUBIN & ASSOCIATES, INC., changing its name to THE RUBIN GROUP INC., was filed 06/20/2000.

A Certificate of Amendment THE RUBIN GROUP INC., changing its name to THE RUBIN GROUP, INC., was filed 12/28/2000.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 29th day of December
two thousand and eight.*

Daniel Shapiro
Special Deputy Secretary of State