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To:

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From:

Account Name : CORPORATION SERVICE COMPANY  
Account Number : T20000000195  
Phone : (850) 521-1000  
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FLORIDA PROFIT CORPORATION OR P.A.

EAST RIVER DELIVERY

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
EAST RIVER DELIVERY, INC.**

**ARTICLE I**

The name of the corporation is EAST RIVER DELIVERY, INC., (the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is c/o Carlos S. Ruga, 3100 South Dixie Highway, Suite 300, Miami, Florida 33133.

**ARTICLE III**

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Capital Stock having a par value of \$0.01 per share.

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE V**

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301 and the name of its initial registered agent at such office is Corporation Service Company.

**ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one (1), and the name and address of the member of the initial Board of Directors, who is to serve as the Corporation's director until successors are duly elected and qualified is:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Raimundo L. Ruga  
3100 South Dixie Highway, Suite 300  
Miami, Florida 33133

**ARTICLE VII**

The name of the Incorporator is Joseph M. Hernandez and the address of the Incorporator is c/o Greenberg Traurig, P.A., 1221 Brickell Avenue, 21<sup>st</sup> Floor, Miami, Florida 33131.

**ARTICLE VIII**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 20<sup>th</sup> day of August, 2002.

**ARTICLE IX**

The effective date of these articles shall be August 20, 2002.

  
Joseph M. Hernandez, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of Corporation Service Company hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

Corporation Service Company

  
As Agent for the Registered Agent

Dated: August 21, 2002

Lynette Coleman  
as its agent