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ACCOUNT NO. : 072100000032

REFERENCE : 768890 81517A

AUTHORIZATION : Patricia Pujate

COST LIMIT : \$ 78.75

ORDER DATE : October 2, 2002

ORDER TIME : 2:52 PM

ORDER NO. : 768890-005

CUSTOMER NO: 81517A

CUSTOMER: Ms. Vivian De Las Cuevas-diaz  
Ferrell Schultz Carter  
Zumpano Fertel, P.a.  
Suite 3400, Miami Center  
201 S. Biscayne Boulevard  
Miami, FL 33131

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DOMESTIC FILING

NAME: R.J. HOLDINGS OF MIAMI, INC.

EFFECTIVE DATE:

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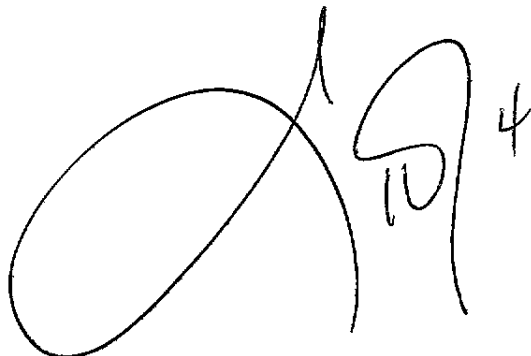
XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS:



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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FAX AUDIT NO.

**ARTICLES OF INCORPORATION**  
**OF**  
**R. J. HOLDINGS OF MIAMI, INC.**

The undersigned, acting as incorporator of R. J. Holdings of Miami, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation shall be:

R. J. Holdings of Miami, Inc.

**ARTICLE II - PRINCIPAL OFFICE**

The principle place of business/mailling address is:

201 S. Biscayne Boulevard  
Suite 3400  
Miami, Florida 33131

**ARTICLE III - PURPOSE**

The corporation is organized for all lawful purposes authorized under Florida law.

**ARTICLE IV- REGISTERED AGENT/ REGISTERED OFFICE**

The name of the initial registered agent and address of the initial registered office is:

Vivian De Las Cuevas-Diaz, Esq.  
Ferrell Schultz Carter Zumpano & Fertel, P.A.  
201 South Biscayne Boulevard  
34th Floor, Miami Center  
Miami, Florida 33131

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**ARTICLE VI – SHARES**

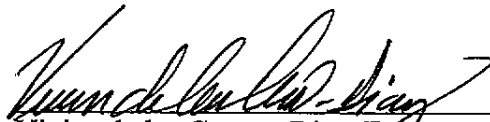
The maximum number of shares of stock that this corporation is authorized to issue is 100 shares, with a par value of \$1.00 per common share of stock.

**ARTICLE VII - INCORPORATOR**

The name and street address of the incorporator are:

Ferrell Schultz Carter Zumpano & Fertel, P.A.  
201 South Biscayne Boulevard  
34<sup>th</sup> Floor, Miami Center  
Miami, Florida 33131

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on the 2nd day of October, 2002.

  
\_\_\_\_\_  
Vivian de las Cuevas-Diaz, Esq.

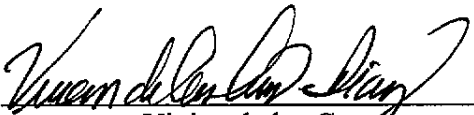
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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.*

Dated this 2nd day of October, 2002.

By:   
Print name: Vivian de las Cuevas  
Title: Registered Agent

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