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03 JUL 24 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7-20-03
[Handwritten signature]



King & Lenson

Certified Public Accountants
Accounting • Tax • Business Services

July 21, 2003

Secretary of State
Bureau of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Ruth Herman & Associates Inc.

To Whom It May Concern:

Enclosed herein please find original and two copies of the Articles of Incorporation regarding the above-captioned matter. Please file the original corporation papers and return one certified copy to our office.

Also enclosed please find a check in the amount of \$78.75 to cover the cost of filing and obtain a certified copy.

Thank you in advance for your help and cooperation in this matter.

Sincerely yours,

KING & LENSON CPAs

Preela Lenson
CPA

ARTICLES OF INCORPORATION

OF

Ruth Herman & Associates, Inc.

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03 JUL 24 PM 12:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Corporation Act, hereby adopt the following Articles of Incorporation.

Article I

NAME OF CORPORATION

The name of the corporation shall be Ruth Herman & Associates, Inc.

Article II

NATURE OF BUSINESS

The purpose for which the corporation is organized is for all lawful business for which corporations may be incorporated under the laws of the State of Florida. —

Article III

TERM OF EXISTENCE

The corporation is to exist perpetually.

Article IV

CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1000) of the par value of One Dollar and No/100ths (\$1.00) each.

Article V

REGISTERED AGENT/REGISTERED OFFICE

The name of its initial registered agent is Ruth Herman and the street address of its initial principal office and registered office is 1500 Bridgewood Drive, Ste. 1511 Boca Raton Fl. 33433

Article VI

OFFICERS AND DIRECTORS

The number of directors constituting the initial board of directors is (1) and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until her successors are elected and qualified is:

Ruth Herman
1500 Bridgewood Drive Ste. 1511
Boca Raton Fl. 33433

President

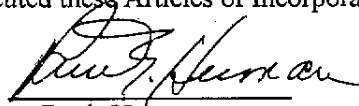
Article VII

INCORPORATORS

The name and address of the incorporator is:

Ruth Herman
1500 Bridgewood Drive Ste. 1511
Boca Raton Fl. 33433


IN WITNESS WHEREOF the undersigned incorporator has executed these Articles of Incorporation this 22 Day of July, 2003

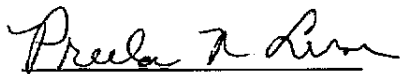

Ruth Herman

STATE OF FLORIDA
COUNTY OF

Before me, a notary public, on this day personally appeared Ruth Herman known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

Given under my hand and seal of office this 22 day of July 2003

 Preela N Lenson
My Commission DD137188
Expires August 25, 2006


Notary Public,
State of Florida
8/25/2006
My Commission Expires

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

FILED

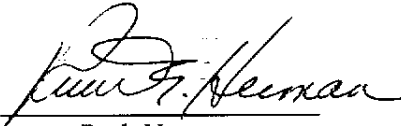
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

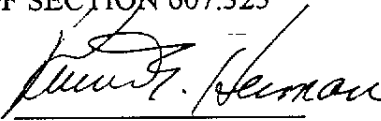
Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Ruth Herman & Associates, Inc.
2. The name and address of the registered agent and office is :

Ruth Herman
1500 Bridgewood Drive Ste. 1511
Boca Raton Fl. 33433


Ruth Herman
7/22/03
DATE

HAVING BEEN NAMED 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 AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.


Ruth Herman
Registered Agent
7/22/03
Date