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FLORIDA PROFIT CORPORATION OR P.A.

RBW CONSULTING, INC.

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ARTICLES OF INCORPORATION

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OF '

RBW CONSULTING, INC.

CRETARY OF S

The undersigned, acting as incorporator of RBW Consulting, Inc., under the Fjorida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE 1

NAME

The name of the corporation (the "Corporation") is RBW Consulting, Inc.

ARTICLE II

ADDRESS

The street and mailing address of this Corporation shall be c/o Kirkpatrick & Lockhart LLP, 201 S. Biscayne Blvd., 20th Floor, Miemi, FL 33131.

ARTICLE III

DURATION

The duration of the Corporation shall be perpetual.

<u>ARTICLE IV</u>

PURPOSE

The purpose of the Corporation shall be to engage in any and all business permitted according to the laws of the United States and Florida.

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ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock, which this Corporation is authorized to issue, is 10,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office shall be c/o Kirkpatrick & Lockhart LLP, 201 South Biscayne Bivd., 20th Floor, Miami, FL 33131 and the registered agent for the Corporation at that address shall be Steven R. Weinstein.

ARTICLE VII

INCORPORATOR

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

<u>Name</u>

Address

Steven R. Welnstein

201 S. Biscayne Blvd., 20th Floor Miami, FL 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of October, 2003.

Steven R. Weinstein, Incorporator

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Certificate of Registered Agent

of

RBW CONSULTING, INC.

Having been named to accept service of process for RBW Consulting, Inc., at the place designated in the foregoing Articles of Incorporation, Steven R. Weinstein agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607,0505 of the Florida Business Corporation Act.

DATE: October 28, 2003

Steven R. Weinstein

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