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SECRETARY OF STATE ALLAHASSEE, FLORIDA

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LAW OFFICES BROOKMYER, HOCHMAN, PROBST & NADEAU, P.A.

ELLIOT F. HOCHMAN
Attorney at Law and
Certified Public Accountant
BOARD CERTIFIED
TRUSTS, WILLS & ESTATES LAW

GARDENS PLAZA
3300 PGA BOULEVARD, SUITE 500
PALM BEACH GARDENS, FLORIDA 33410
TELEPHONE (561) 624-2110
FACSIMILE (561) 624-2425

GARY BROOKMYER DANIEL J. PROBST DONNA A. NADEAU

March 10, 2004

Department of Corporations Secretary of State 409 E. Gaines Street Tallahassee, FL 32399

RE: RB FINANCIAL ADVISORS INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of the above-referenced corporation, together with a check in the amount of \$78.75 to cover the following fees:

1.	Filing Fee	\$ 35.00
2.	Registered Agent Fee	\$ 35.00
3.	Certified Copy	\$ 8.75
TOT	AL:	<u>\$ 78,75</u>

Please file said articles using the date of receipt as the date of commencement of the corporation. Also, return the certified copy to the undersigned at the address listed above.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

Elliot F. Hochman

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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

RB FINANCIAL ADVISORS INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE ONE NAME

The name of the corporation is RB FINANCIAL ADVISORS INC.

ARTICLE TWO DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR CAPITAL STOCK

The aggregate number of shares that the corporation has authority to issue is 1,000, all of which shall be common shares with par value of \$1.00.

ARTICLE FIVE PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

ARTICLE SIX PRINCIPAL OFFICE

The corporation's principal place of business and mailing address is: 13700 U. S. Highway One, Suite 202D, Juno Beach, Florida 33408.

ARTICLE SEVEN REGISTERED AGENT

The name of the registered agent and the Florida street address for the registered agent is: REGINA BEDOYA of 100 Uno Lago Drive, Apartment 401, Juno Beach, Florida 33408.

ARTICLE EIGHT DIRECTORS

- 8.01 The initial board of directors of the corporation shall consist of one member.
- 8.02 The name and address of the first board of directors is:

<u>Name</u>

Address

MARIA REGINA BEDOYA

13700 U. S. Highway One, Suite 202D Juno Beach, Florida 33408

ARTICLE NINE INCORPORATORS

The name and address of the incorporator is:

Name

Address

MARIA REGINA BEDOYA

13700 U. S. Highway One, Suite 202D Juno Beach, Florida 33408

ARTICLE TEN COMMENCEMENT OF EXISTENCE

The corporation shall commence its existence upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, I have subscribed my name this 10 day of March, 2004. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

MARIA REGINA BEDOYA

Incorporator and Registered Agent

STATE OF FLORIDA) COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 10 day of March, 2004, by MARIA REGINA BEDOYA, who is personally known to meer who has produced a Florida driver's license as identification and who did (did not) take an oath.

(NOTARY)

Notary Public

Print Name

My Commission Expires:

Elliot F. Hochman Commission #DD280355 Expires: Feb 24, 2008 Bonded Thru Atlantic Bonding Co., Inc.