

To: Division of Corporations  
Subject: 000650.79123

From: Nannie Estada

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**P07000135527**

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 617-6381

From:

Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850) 222-1173  
Fax Number : (850) 224-1640

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000650.79123

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**PHILIP STEIN, INC.**

Certificate of Status	0
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EFFECTIVE DATE

*1/1/08*  
*MRS 12/31*

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**ARTICLES OF INCORPORATION  
OF  
PHILIP STEIN, INC.**

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**ARTICLE I  
NAME**

The name of the corporation is **PHILIP STEIN, INC.** (the "Corporation")

**EFFECTIVE DATE** 1/1/08

**ARTICLE II  
PRINCIPAL OFFICE**

The principal office of the Corporation is 169 E. Flagler Street, Suite 1701, Miami, Florida 33131.

**ARTICLE III  
REGISTERED AGENT**

The name of the Corporation's registered agent in the State of Florida is B & C Corporate Services, Inc. and the address of the Corporation's registered office is 2 South Biscayne Boulevard, 21<sup>st</sup> Floor, Miami, Florida 33131.

**ARTICLE IV  
INCORPORATOR**

The name and address of the incorporator of the Corporation is Ronald Albert, Jr., 2 South Biscayne Boulevard, 21<sup>st</sup> Floor, Miami, Florida 33131.

**ARTICLE V  
PURPOSE**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida and the Corporation shall have all of the powers conferred upon corporations organized under the laws of the State of Florida to carry out such purpose.

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**ARTICLE VI  
TERM**

The Corporation shall have perpetual existence.


**ARTICLE VII  
CAPITAL STOCK**

The Corporation is authorized to issue 1,000 shares of common stock, par value \$0.01 per share.

**ARTICLE VIII  
INDEMNIFICATION**

The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation effective as of the 1<sup>st</sup> day of January, 2008.

  
Ronald Albert, Jr., Incorporator

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ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT  
OF  
PHILIP STEIN, INC.

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I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

B & C CORPORATE SERVICES, INC.,  
a Florida corporation

By: Gisela Fasco  
Gisela Fasco, Vice President

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