

To: FL Dept. of State  
Subject: 000650.85801

From: Patricia Wensch

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Florida Department of State  
Division of Corporations  
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000650.85801

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**PHILIP STEIN WANDS, INC.**

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

**ARTICLE I  
NAME**

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

**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 Gisela Fasco, 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.

**ARTICLE IX  
DIRECTORS**

The Corporation shall have two directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The names and addresses of the initial directors are:

Wilhelm Stein  
169 E. Flagler Street, Suite 1701  
Miami, Florida 33131

Rina Stein  
169 E. Flagler Street, Suite 1701  
Miami, Florida 33131

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation effective as of the 29<sup>th</sup> day of April, 2008.

  
\_\_\_\_\_  
Gisela Pasco, Incorporator

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

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, Vice President

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