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Division of Corporations

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Fax Number : (850) 617-6381

From: Account Name : BILZIN SUMBERG BAENA PRICE & AXELROD LLP
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FLORIDA PROFIT/NON PROFIT CORPORATION

JNB PARTNERS GP, INC.

Certificate of Status	1
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ARTICLES OF INCORPORATION

OF

JNB PARTNERS GP, INC.

ARTICLE I - NAME

The name of this corporation is JNB PARTNERS GP, INC. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation are:

c/o Jeffrey A. Tobias
1 Grove Isle Drive #609
Miami, Florida 33133

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue is One Hundred (100) shares of common stock, each share having a par value of \$0.01.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is:

1 Grove Isle Drive #609
Miami, Florida 33133

and the name and address of the initial registered agent of the Corporation is:

Jeffrey A. Tobias
1 Grove Isle Drive #609
Miami, Florida 33133

ARTICLE VI - COMMENCEMENT

The Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of Florida.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Initial Board of Directors of this corporation shall be comprised of two (2) directors. The number of directors may be either increased or decreased from time to time as provided for in

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the Bylaws of the Corporation, but shall never be less than one. The name and address of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Jeffrey A. Tobias	1 Grove Isle Drive, #609 Miami, Florida 33133
Nancy C. Tobias	249 23rd Street Santa Monica, California 90402

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator are:

Jeffrey A. Tobias
1 Grove Isle Drive #609
Miami, Florida 33133

ARTICLE IX - BYLAWS

The power to alter, amend or repeal the Bylaws of the Corporation shall be vested in each of the Board of Directors and the shareholders of the Corporation. The shareholders of the Corporation may amend or adopt a bylaw that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer, director or Incorporator, or any former officer, director or incorporator, of the Corporation to the fullest extent permitted bylaws.

ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as Incorporator thereof and in acceptance of his appointment as registered agent therein as of the 30th day of January, 2009.


Jeffrey A. Tobias, Incorporator

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ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT

The undersigned, who has been designated in the foregoing Articles of Incorporation as registered agent for the Corporation, agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said Corporation, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida corporation.

Dated: as of January 30, 2009.



Jeffrey A. Tobias, Registered Agent

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