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Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

Penguin Ruby Inc.

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## ARTICLES OF INCORPORATION

#### Article I. Name

The name of this Florida corporation is: Penguin Ruby Inc.

## Article II. Address

The street address of the Corporation's initial principal office is: Penguin Ruby Inc. 101 Dunbar Rd., Suite 211 Palm Beach FL 33480

### Article III. Mailing Address

The mailing address of the Corporation's initial principal office is: Penguin Ruby Inc. 101 Dunbar Rd., Suite 211 Palm Beach FL 33480

#### Article IV. Registered Agent

The name and address of the Corporation's registered agent is: James H Perry II 1650 SE 17th Street, Suite 200 Fort Lauderdale FL 33316

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#### Article V. Board of Directors

The name of each member of the Corporation's Board of Directors is: Michael S Rubinoff

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

#### Article VI. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

#### Article VII. Incorporator

The name and address of the incorporator is:

James H. Perry II
Perry & Neblett, P.A.
2550 S Bayshore Dr Ste 11
Miami

FL 33133

## Article VIII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 15, 2016.

The undersigned incorporator executed these Articles of Incorporation on 6/15/2016.

JAMES H. PERRY II

by Caitlin Lazarus as attorney-in-fact

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# CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

**CORPORATION:** 

Penguin Ruby Inc.

**REGISTERED AGENT/OFFICE:** 

James H Perry II 1650 SE 17th Street, Suite 200 Fort Lauderdale

FL 33316

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

JAMEŚ KI PERKY II

by Caitlin Lazarus as attorney-in-fact

Date: 6/15/2016.

SECRETARY OF STATE
TALL/ TAUSSELF ABORDA

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