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TALLAHASSEE, FL 32310  
904 203-1111  
904 203-1111

800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 658806 80690A

AUTHORIZATION :

COST LIMIT : \*

ORDER DATE : August 14, 1995

ORDER TIME : 9:30 AM

ORDER NO. : 658806

CUSTOMER NO: 80690A

CUSTOMER: Evan D. Seif, Esq  
BREIER AND SEIF, P.A.

Gables Tower One, Suite 830  
1320 South Dixie Highway  
Coral Gables, FL 33146-2986

08/14/95 09:30 AM  
08/14/95 09:30 AM  
\*\*\*127.50 \*\*\*127.50

DOMESTIC FILING

NAME: BONNIE REUBEN COMMUNICATIONS  
CORP.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

FILED  
95 AUG 14 PM 2:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. BROWN AUG 14 1995

FILED  
95 AUG 14 PM 2:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
BONNIE REUBEN COMMUNICATIONS CORP.

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ARTICLE I - NAME

The name of this corporation is:  
BONNIE REUBEN COMMUNICATIONS CORP.

ARTICLE II - PURPOSE

This corporation is organized for the following purposes:

(a) To engage in all phases of consulting, development and implementation of marketing and public relations, plans, programs, strategies and related services.

(b) To purchase, lease, exchange, hire, or otherwise acquire lands or any interest therein, wherever situated; to erect, construct, rebuild, enlarge, alter, improve, maintain, manage, and operate any lands owned or leased by the corporation, or upon any other, houses, structures, buildings, or other works of any description on lands; to sell, lease, sublet, mortgage, exchange, or otherwise dispose of any lands or any interest therein, or any houses, structures, buildings, or other works owned, leased, managed or controlled by the corporation; to engage generally in the real estate business, as principal, agent, broker, or otherwise, and generally to buy, sell, lease, mortgage, exchange, manage, operate, and deal in lands or interests in lands, houses, structures, buildings, or other works; and to purchase, acquire, hold, exchange, pledge, hypothecate, sell, deal in, deal with, and dispose of tax liens, transfers of tax liens, and other interests in real estate.

(c) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(d) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(e) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other

evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(f) To exercise all powers convenient, incident to, or necessary in the proper conduct of its business, which are granted to corporations for profit under the laws of the State of Florida either by the terms of this charter or by virtue of the laws of the State of Florida.

#### **ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of \$1.00 per share; all shares shall be paid in lawful money of the United States of America or in property, labor or services; where said stock is paid for by property, labor or services, the just value thereof shall be fixed by the Board of Directors of the corporation in the manner provided for by the laws of the State of Florida.

#### **ARTICLE IV - DURATION**

This corporation is to exist perpetually.

#### **ARTICLE V - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 1320 South Dixie Highway, Suite 830, Coral Gables, Florida 33146 and the name of the initial registered agent of this corporation at that address is Evan D. Seif, Esq.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

Bonnie Reuben  
32 Mutiny Place  
Key Largo, Florida 33037

**ARTICLE VIII - INCORPORATOR**

The name and address of the Incorporator is:

Evan D. Seif, Esq.  
Breier and Seif, P.A.  
1320 South Dixie Highway, Suite 830  
Coral Gables, Florida 33146

**ARTICLE IX - AMENDMENT**

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

**ARTICLE X - INITIAL CORPORATION ADDRESS**

The initial office address of the corporation is:

32 Mutiny Place  
Key Largo, Florida 33037

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 11 day of August, 1995.

Evan D. Seif  
EVAN D. SEIF, Subscriber

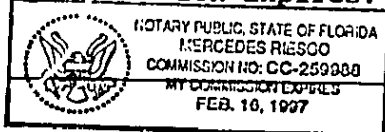
STATE OF FLORIDA     )  
                                  )  
COUNTY OF DADE     )

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared, EVAN D. SEIF, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 11<sup>th</sup> day of August, 1995.

Mercedes Riesgo  
NOTARY PUBLIC, State of Florida at Large  
MERCEDES RIESGO

My Commission Expires:



Having been named to accept service of process for the above named corporation, at place designated in these Articles, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

By:

  
EVAN D. SEIF

FILED  
95 AUG 14 PM 2:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING CHANGE OF PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, the  
following is submitted, in compliance with said Act:

FIRST - That BONNIE REUBEN COMMUNICATIONS CORP. qualified  
to do business under the laws of the State of Florida  
with its principal office at 32 Mutiny Place, Key Largo,  
Florida 33037, County of Monroe, State of Florida, has  
appointed EVAN D. SEIF, ESQ., located at 1320 South Dixie  
Highway, Suite 830, City of Coral Gables, County of Dade,  
State of Florida, as its agent to accept Service of  
Process within this State.

**ACKNOWLEDGEMENT**

Having been named to accept Service of Process for  
the above stated corporation, at place designated in this  
certificate, I hereby accept to act in this capacity, and  
agree to comply with the provision of said Act relative  
to keeping open said office.

By: 

REGISTERED AGENT