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OLLE, MACAULAY & ZORRILLA, P.A.

ATTORNEYS AT LAW
409 EAST GAINES STREET
201 SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131
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08/25/95 PM 2:00

08/25/95

August 24, 1995

UNITED PARCEL SERVICE

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

400001570084
-08/25/95--01075--018
****122.50 ****122.50

RURAL SECURITIES, INC.

Gentlemen:

Enclosed for filing with the Division of Corporations are the Articles of Incorporation of the captioned corporation. Also enclosed is a check in the amount of \$122.50, payable to the Florida Secretary of State, to cover the required filing fee.

Please return the certified copy of the Articles to me in the enclosed prepaid UPS envelope.

Sincerely,



Margaret Q'D. Ryder
Legal Assistant

MODR

Enclosures

CC: Carl Boonstra

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Handwritten initials and date:
JH
8/25/95

ARTICLES OF INCORPORATION
OF
RURAL SECURITIES, INC.

95 AUG 25 PM 1:00

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is Rural Securities, Inc. Its business mailing address is 200 South Biscayne Boulevard, Suite 3710, Miami, Florida 33131.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE V - INITIAL
REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be Olle, Macaulay & Zorrilla, P.A., 1402 Miami Center, 201 South Biscayne Boulevard, Miami, Florida 33131, and the initial registered agent of this Corporation at such office shall be Robert B. Macaulay, who upon accepting this designation agrees to comply

with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS


The initial Board of Directors shall consist of five members. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than seven. The names and addresses of the directors constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Guilherme Rocha Rabello	200 South Biscayne Boulevard, #3710 Miami, Florida 33131
Howard B. Landers	200 South Biscayne Boulevard, #3710 Miami, Florida 33131
Carl A. Boonstra	200 South Biscayne Boulevard, #3710 Miami, Florida 33131

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Robert B. Macaulay	1402 Miami Center 201 South Biscayne Boulevard Miami, Florida 33131

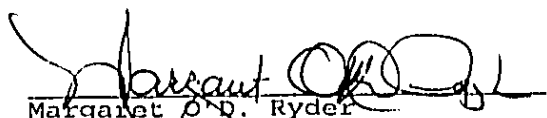

Robert B. Macaulay, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

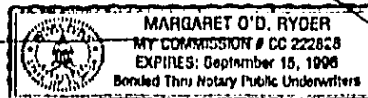
95 AUG 25 PM 1:00

WITNESSES

The foregoing Articles of Incorporation of Rural Securities, Inc. were acknowledged before me this 24th day of August, 1995, by Robert B. Macaulay, as Incorporator, who is personally known to me.


Margaret O'D. Ryder
Notary Public, State of Florida

My Commission Expires:



(Seal)

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Rural Securities, Inc. at the place designated in the Articles of Incorporation, Robert B. Macaulay agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Date: August 24, 1995


Robert B. Macaulay