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                            9-12-95 - 12-09 (GETGER KASDIN HELLER»
     DEPART ENG
                                            1420 BRICKELL AVE
     STATE OF FLORIDA
                                            6TH FLOOR
      409 EAST GAINES STREET
                                           MIAMI FL 33131-
     TALLAHASSEE, FL 32399
                                  CONTACT: BEVERLY O RIEDY
FAX: (904) 922-4000
                                    PHONE: (305) 372-5000
                                      FAX: (305) 372-0052
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                           DOCUMENT TYPE:
                                            FLORIDA PROFIT CORPORATION OR P.A.
                NAME: RAH ASSOCIATES, INC.
    FAX AUDIT NUMBER: H95000010132
                                             CURRENT STATUS: REQUESTED
      DATE REQUESTED: 09/12/1995
                                             TIME REQUESTED: 11:54:38
    CERTIFIED COPIES: 1
                                      CERTIFICATE OF STATUS: 0
     NUMBER OF PAGES: 3
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                                     FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN,
     DEPARTMENT OF STATE
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     STATE OF FLORIDA
                                           6TH FLOOR
     409 EAST GAINES STREET
                                           MIAMI FL 33131~
     TALLAHASSEE, FL 32399
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                        ELECTRONIC FILING COVER SHEET
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    DEPARTMENT OF STATE
                                           1428 BRICKELL AVE
    STATE OF FLORIDA
                                          6TH FLOOR
    409 EAST GAINES STREET
                                          MIAMI FL 33131-
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FLORIDA DEPARTMENT OF STATE Saikira B. Mortham Secretary of State

September 12, 1995

GEIGER, KASDIN, HELLER & KUPERSTEIN 1428 BRICKELL AVENUE 6TH FLOOR MIAMI, FL 33131

SUBJECT: ROH ASSOCIATES, INC. REF: W95000018351

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name BOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

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Kathy Hyman Document Specialist FAX Aud. #: H95000010132 Letter Number: 195A00041998

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

Marine Communication

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NEISA

GEIGER, KASDIN, HKLLER, KUPERSTKIN, CHAMES & WEIL, P.A. 1428 BRICKELL AVENUE, 6TH PLOOR MIAMI, PLORIDA 33131 (305) 372-5000 (305) 372-0552 (Fax)

IMPORTANT: THIS MESSAGE IS INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY TO WHICH IT IS ADDRESSED AND MAY CONTAIN INFORMATION THAT IS PRIVILEGED, CONFIDENTIAL AND EXEMPT FROM DISCLOSURE UNDER APPLICABLE LAW. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, OR THE EMPLOYEE OR AGENT RESPONSIBLE FOR DELIVERING THE MESSAGE TO THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPY OF THIS COMMUNICATION IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE NOTIFY US IMMEDIATELY BY TELEPHONE AND RETURN THE ORIGINAL MESSAGE TO US AT THE ABOVE ADDRESS VIA THE U.S. POSTAL SERVICE. THANK YOU.

DATE: <u>September 13, 19</u>	95
TO: Kathy Hyman	FAX: 904-922-4000
FROM: Esther Hellwig	
RE: Letter Number 195A0	0041998
CLIBNT #: 13052.201	
Number of Pages (includi	ng cover page):5
Transmitted by:	<u>Esther</u>
PLEASE CALL (305) 372-500 transmission.	00 if you experience any problems with this
ADDITIONAL COMMENTS:	Attached is your letter to us indicating that our Articles of Incorporation could not be filed because the name was not available. We enclose new Articles and

the corporate name has been verified to be available by Neisa of your office.

FA4: H95-10132

ARTICLES OF INCORPORATION OF RHA ASSOCIATES, INC.

ECFETARY OF STATE ALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is RHA ASSOCIATES, INC.

ARTICLE II DURATION

This Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter.

ARTICLE III PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida.

ARTICLE IV PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation is: c/o Andrew Astrove, 6702 South Grande Drive, Boca Raton, Florida 33433.

ARTICLE V CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares."

Stanley H. Kuperstein, Esq.
GEIGER, KASDIN, HELLER, KUPERSTEIN,
CHAMES & WEIL, P.A.
1428 Brickell Avenue, 6th Floor
Miami, Florida 33131
Telephone: (305) 372-5000
Facsimile: (305) 372-0052
Florida Bar Number: 113612

FA#: H95-10132

FA#: H95-10132

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Corporation is 1428 Brickell Avenue, 6th Floor, Miami, Florida 33131, and the name of the initial Registered Agent of this Corporation at that address is Stanley H. Kuperstein, Esq.

ARTICLE VII INCORPORATOR

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

Name

Address

Esther Hellwig

1428 Brickell Avenue Miami, Florida 33131

ARTICLE VIII POWERS

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE IX AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

IN WITHESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12th day of September, 1995.

ESTHER HELLWIG

FA1: H95-10132

CERTIFICATE DESIGNATING REGISTERED OFFICE FOR SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTIONS 607.0501 AND 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT RHA ASSOCIATES, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED STANLEY H. KUPERSTIEN, ESQ., LOCATED AT 1428 BRICKELL AVENUE, MIAMI, DADE COUNTY, FLORIDA, 33131, ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

ESTHER HELLWIG
Incorporator TITLE
September 12, 1995 DATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY OF REGISTERED AGENT, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

STANLEY H. KUPERSTEIN, ESQ.

SSEP 13 PH 3: 35
SCORETARY COSTATE
FALLAHASSEE, FLORINA

FA#: H95-10132