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TALLAHASSEE, FL 32301  
904-222-0071  
904-222-0011

800-142-8086



networks  
PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

96000023787

ACCOUNT NO. : 072100000032

REFERENCE : 881429 5016644

AUTHORIZATION :

COST LIMIT :

\$ 122.50 Patricia gyle

ORDER DATE : March 14, 1996

ORDER TIME : 9:50 AM

ORDER NO. : 881429

CUSTOMER NO: 5016644

CUSTOMER: Mr. Constantine Baris  
JULIEN & ASSOCIATES, INC

500001745005

1501 Broadway  
Ste. 2600  
New York, NY 10036

DOMESTIC FILING

NAME: WRIGHT COOPER INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

RECEIVED  
MAR 15 1996  
TALLAHASSEE, FL 32301

FILED  
96 MAR 15 AM 10:29  
SECRETARY OF STATE  
TALLAHASSEE, FL 32301

T. BROWN MAR 18 1996

ARTICLES OF INCORPORATION  
OF  
WRIGHT COOPER INC.

FILED  
96 MAR 15 AM 10:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is WRIGHT COOPER INC.

SECOND: The street address, wherever located, of the principal office of the corporation is 915 Lenox Avenue, Miami Beach, Florida 33139.

The mailing address, wherever located, of the corporation is c/o Julien & Associates, Inc., 1501 Broadway, Suite 2600, New York, New York 10036.

THIRD: The number of shares that the corporation is authorized to issue is two hundred, all of which are without par value and are of the same class and are to be Common shares.

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is c/o Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.

The name of the initial registered agent of the corporation at the said registered office is Corporation Service Company.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporator are:

NAME

ADDRESS

Regina Clerkin

375 Hudson Street, 11th Floor  
New York, New York 10014

SIXTH: The purposes for which the corporation is organized are to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

SEVENTH: The duration of the corporation shall be perpetual.

EIGHTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

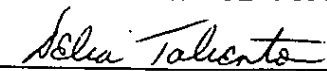
NINTH: Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on March 13, 1996.

  
Regina Clerkin, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CORPORATION SERVICE COMPANY

By:   
Delia Taliento, Assistant Vice President

Date: March 13, 1996