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March 18, 1996

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Richard Rubin Associates, Inc.

200001751282  
-03/20/96--01087--007  
\*\*\*\*131.25 \*\*\*\*131.25

Dear Sir or Madam:

In reference to the above-captioned matter, please file the enclosed original Articles of Incorporation. Please provide us with a certified copy of the Articles of Incorporation and a Certificate of Good Standing.

EFFECTIVE DATE

3-15-96

Enclosed please find a check made payable to the Secretary of State in the amount of \$131.25. The breakdown is as follows:

Filing fee for the Articles of Incorporation	\$ 70.00
Certified copy of the Articles of Incorp.	\$ 52.50
Certificate of Good Standing	\$ 8.75
Total	\$131.25

If you have any questions, please do not hesitate to call me.

Sincerely,

Guy Rabideau

GR/djb  
Enclosures

MAR 25 1996

BSB

ARTICLES OF INCORPORATION  
OF  
RICHARD RUBIN ASSOCIATES, INC.

FILED

96 MAR 20 PM 4: 54

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

3-12-96

Article I - Name and Address

The name of this corporation is RICHARD RUBIN ASSOCIATES, INC., and its mailing address is 5026 Windsor Parke Drive, Boca Raton, Florida 33496.

Article II - Duration

This corporation shall have perpetual duration commencing on March 15, 1996.

Article III - Purpose

This corporation is organized for the purpose of consultation work, and any or all lawful business for which corporations may be formed under Chapter 607, Florida General Corporation Act.

Article IV - Capital Stock

This corporation is authorized to issue 500 shares of \$.01 par value common stock.

Article VI - Initial Registered  
Office and Agent

The street address of the initial registered office of this corporation is 5026 Windsor Parke Drive, Boca Raton,

Florida 33496, and the name of the initial registered agent of this corporation at that address is Richard Rubin.

Article VII - Initial Board of Directors

This corporation shall have one (1) 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 (1). The name and address of the initial director of this corporation is:

Richard Rubin  
5026 Windsor Parke Drive  
Boca Raton, Florida 33496

Article VIII - Incorporator

The name and address of the person signing these Articles is Guy Rabideau, Esquire, 125 Worth Avenue, Suite 310, Palm Beach, Florida 33480.

Article IX - Indemnification

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

Article X - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

Article XI - Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of

Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15th day of March, 1996.

  
\_\_\_\_\_  
GUY RABIDEAU

ACCEPTANCE OF RESIDENT AGENT

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

*Rel Rel*

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RICHARD RUBIN  
(Resident Agent)