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PUBLIC ACCESS SYSTEM
TO: DIVISION OF CORPORATIONS FROM: R & B COMMUNICATIONS, INC.
TALLAHASSEE, FL 32399
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
R & B COMMUNICATIONS, INC.

ARTICLE I
NAME

The name of the corporation is R & B COMMUNICATIONS, INC.

ARTICLE II
TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State.

ARTICLE III.
PERMITTED ACTIVITY

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida

Prepared by:
Michael A. Bander
444 Brickell Avenue
Miami, FL 33131
MAB Bar #FL 171967
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**ARTICLE IV.
AUTHORIZED SHARES**

The aggregate number of shares which the Corporation shall have authority to issue is 100 shares with par value of \$1.00.

**ARTICLE V.
PREEMPTIVE RIGHTS DENIED**

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

**ARTICLE VI.
PRINCIPAL OFFICE**

The principal office of the Corporation is at:

8877 Collins Avenue
Suite 808
Surfside, Florida 33154

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ARTICLE VII.

REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation will be at 8877 Collins Avenue, Suite 808, Surfside, Florida 33154. Its Agent will be Raquel Benes.

ARTICLE VIII

DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The name and address of the board of directors who shall serve until the first annual meeting of shareholders or until his successors are elected and qualified shall be:

NAME	TITLE
Raquel Benes	President
Bernardo Benes	Secretary

ARTICLE IX

INCORPORATOR

The name and address of the incorporator is: Raquel Benes, 8877 Collins Avenue, Suite 808, Surfside, Florida 33154.

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ARTICLE I.
INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the Corporation, has executed these Articles of Incorporation this 9th day of April, 1996.

Raquel Benes
Raquel Benes, Incorporator

STATE OF FLORIDA)
)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above, to take acknowledgements, personally appeared before me Raquel Benes to be the person described herein as the Incorporator, and who executed the foregoing Articles of Incorporation, and she executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

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IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal on this 9th Day of APRIL, 1996.


NOTARY PUBLIC, State of
Florida at Large

My Commission Expires:

MARITZA A. JIMENEZ
Notary Public, State of Florida
My Commission Expires Jan, 3, 1997
Commission No. CC 249482

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

R & B COMMUNICATIONS, INC.

2. The name and address of the Registered Agent and Office is:

**Raquel Banes
8877 Collins Avenue
Suite 808
Surfside, Florida 33154**

Signature:

Raquel Banes
Raquel Banes

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TALLAHASSEE, FLORIDA

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