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\*OF COUNSEL

July 31, 1996

VIA CERTIFIED MAIL NO. P 233 117 205

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

700001915077  
-08/07/96--01032--004  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Russ Marchner & Associates, Inc.

To Whom It May Concern:

Enclosed please find the following with respect to the above-referenced proposed Florida corporation:

1. Original and one copy of Articles of Incorporation;
2. Check in the amount of \$122.50 which represents the fees for filing, registered agent, and a certified copy; and
3. Self-addressed, stamped envelope for your use in forwarding the certified copy of the filed Articles to me.

If you have any questions, please call me.

Very truly yours,

Steven W. Zelkowitz

SWZ/mas  
Enclosures

FILED  
56 AUG -6 PM 3:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

08-94  
KR

ARTICLES OF INCORPORATION  
OF  
RUSS MARCHNER & ASSOCIATES, INC.

FILED  
MAR 5 1961  
STATE  
OF FLORIDA

ARTICLE I  
NAME AND ADDRESS

The name of the corporation is RUSS MARCHNER & ASSOCIATES, INC. (the "Corporation"). The address of the principal office of the Corporation shall be 7480 Fairway Drive, Suite 206, Miami Lakes, Florida 33014. The mailing address of the Corporation shall be the same as the address of the principal office.

ARTICLE II  
DURATION

The Corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Secretary of State.

ARTICLE III  
PURPOSE

The Corporation shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended and supplemented.

#### ARTICLE IV

##### POWERS

The Corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 607, Florida Statutes, as amended and supplemented.

#### ARTICLE V

##### CAPITAL STOCK

The Corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock.

#### ARTICLE VI

##### INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws but shall never be less than one. The names and addresses of the initial directors of the Corporation are:

Russ Marchner  
7480 Fairway Drive  
Suite 206  
Miami Lakes, FL 33014

Marina Pavlov  
7480 Fairway Drive  
Suite 206  
Miami Lakes, FL 33014

#### ARTICLE VII

##### DISSOLUTION

The Corporation shall be dissolved with the unanimous consent of all directors.

ARTICLE VIII

INCORPORATOR

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

Russ Marchner  
7480 Fairway Drive  
Suite 206  
Miami Lakes, FL 33014

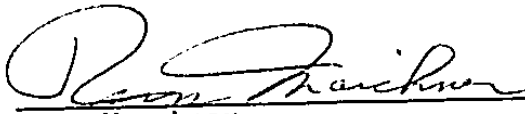
ARTICLE IX

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the  
Corporation is 7480 Fairway Drive, Suite 206, Miami Lakes, FL 33014  
and the name of the initial registered agent of the Corporation at  
that address is Russ Marchner.

I hereby accept this appointment of, and designation as,  
registered agent for service of process within the State of Florida  
of the proposed corporation named in the Articles of Incorporation  
hereinabove set forth and do hereby further state that I am  
familiar with the obligations of a registered agent and may be  
found as registered agent for service of process upon said proposed  
corporation at the address set forth in this Article IX of such  
Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused  
this Statement to be signed on this 26 day of <sup>July</sup> ~~June~~, 1996.

  
Russ Marchner

IN WITNESS WHEREOF, I have made and subscribed these Articles  
of Incorporation this 26 day of <sup>July</sup> ~~June~~, 1996.

Russ Marchner  
Russ Marchner

STATE OF FLORIDA     )  
                              ) SS  
COUNTY OF DADE     )

BEFORE ME, the undersigned authority, personally appeared Russ  
Marchner, who is (check one) [☒] personally known to me or [ ☐ ] or  
has produced \_\_\_\_\_ as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and official  
seal in the County and State aforesaid this 26 day of <sup>July</sup> ~~June~~,  
1996.

Marina P. Moyer  
NOTARY PUBLIC, STATE OF FLORIDA

MARINA P. MOYER  
Notary Printed Name  
Commission No. CC 253227  
My Commission Expires: January 14, 1997

OFFICIAL NOTARY SEAL  
MARINA P. MOYER  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC253227  
MY COMMISSION EXP. JAN. 14, 1997

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SECRETARY OF STATE  
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