

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P97000085187

Rubra Corp

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 OCT -2 AM 11:05

EXPIRES DATE  
~~9-29-97~~

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-10/02/97--01010--030  
\*\*\*\*122.50 \*\*\*\*122.50

- Art of Inc. File \_\_\_\_\_
- \_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_ L.C. File \_\_\_\_\_
- \_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_ Merger File \_\_\_\_\_
- \_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- Cert. Copy \_\_\_\_\_
- \_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_ Officer Search \_\_\_\_\_
- \_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_ Driving Record \_\_\_\_\_
- \_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_ Courier \_\_\_\_\_

97 OCT -2 AM 11:05  
DIVISION OF CORPORATIONS

Signature \_\_\_\_\_

Requested by: Cher 10.2 955  
Name Date Time

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

RP  
10-2-97

ARTICLES OF INCORPORATION  
OF  
RUBISA CORP.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 OCT -2 AM 11:05

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is RUBISA CORP.

EFFECTIVE DATE  
9.29.97

ARTICLE II

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE III

The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV

The street address of the initial registered office of the corporation is c/o Semet, Lickstein, Morgenstern, Berger, Brooke & Gordon, P.A., 201 Alhambra Circle, Suite 1200, Coral Gables, Florida 33134 and the initial registered agent of the corporation at that address is Fred K. Lickstein.

ARTICLE V

The mailing address of the corporation is located at c/o Semet, Lickstein, Morgenstern, Berger, Brooke & Gordon, P.A., 201 Alhambra Circle, Suite 1200, Coral Gables, FL 33134.

ARTICLE VI

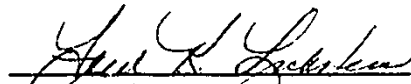
The name and street address of the member of the first Board of Directors of the corporation who shall hold office for the first year of the corporation's existence or until a successor is elected and has qualified is:

<u>Name</u>	<u>Address</u>
Fred K. Lickstein	c/o Semet, Lickstein, Morgenstern, Berger, Brooke & Gordon, P.A. 201 Alhambra Circle, Suite 1200 Coral Gables, FL 33134

ARTICLE VII

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

EXECUTED at Miami, Florida, this 29<sup>th</sup> day of September, 1997.

  
\_\_\_\_\_  
Fred K. Lickstein, Incorporator

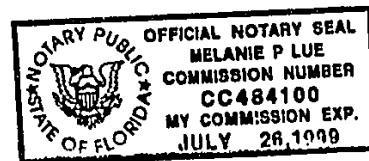
STATE OF FLORIDA    )  
                                  ) :ss  
COUNTY OF DADE    )

The foregoing instrument was acknowledged before me this 29 day of SEPTEMBER, 1997 by Fred K. Lickstein, who is personally known to me.

Melanie P Lue  
Notary Public, STATE OF FLORIDA

Print Name: MELANIE P LUE

My Commission Expires:



**CERTIFICATE DESIGNATING RESIDENT AGENT  
AND REGISTERED OFFICE**


In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

RUBISA CORP., desiring to organize under the laws of the State of Florida, hereby designates Fred K. Lickstein its registered agent and c/o Semet, Lickstein, Morgenstern, Berger, Brooke & Gordon, P.A., 201 Alhambra Circle, Suite 1200, Coral Gables, Florida 33134 as its registered office.

ACCEPTANCE

Having been named as registered agent for the above named corporation, I hereby agree to act in such capacity for such corporation at its registered office.

  
\_\_\_\_\_  
Fred K. Lickstein  
(Registered Agent)

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FILED  
CLERK OF DISTRICT COURT  
CORAL GABLES, FLORIDA