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MYRNA RUBENS
901 S. W. 128 Avenue, #311
Pembroke Pines, FL 33027

April 13, 1998

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-04/20/98--01039--015
*****70.00 *****70.00

State of Florida
Division of Corporations
% John Nedeau
409 East Gaines Street
Tallahassee, Florida 32399

Re: Rubens Consulting, Inc.

Dear Mr. Nedeau:

Enclosed please find two (2) copies of executed Articles of Incorporation for Rubens Consulting, Inc., and one copy of Consent to use this name.

In addition, please find check in the amount of \$70.00, which represents the filing fee and registered agent designation.

Thank you in advance for the processing of these documents.

Sincerely,



Myrna Rubens

Enclosure

/mr

FILED
98 APR 17 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Q4-20-98

ARTICLES OF INCORPORATION

The undersigned, a natural person competent to contract, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is:

Rubens Consulting, Inc.

ARTICLE II - DURATION

The term of existence of the corporation is perpetual.

ARTICLE III - PURPOSE

The corporation shall be engaged in any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 1,000, all of which shall be common shares with par value of \$1.00 per share. There shall be no cumulative voting.

ARTICLE V - PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI - REGISTERED OFFICE

The street address of the beginning registered office of the corporation is:

**% Myrna Rubens
901 S. W. 128 Avenue, Suite 311
Pembroke Park, Florida 33027**

and the name of the initial registered agent at such address is:

Myrna Rubens

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TALLAHASSEE, FLORIDA

ARTICLE VII - PRINCIPAL OFFICE

The initial street address of the principal office of the corporation in the State of Florida is:

901 S. W. 128 Avenue, Suite 311
Pembroke Pines, FL 33027

The Board of Directors may, from time to time, move the principal office to any other address.

ARTICLE VIII - DIRECTORS

8.01 The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders. But shall never be less than one (1).

8.02 The name and address of the member of the first Board of Directors is:

Myrna Rubens
901 S. W. 128 Avenue, Suite 311
Pembroke Pines, FL 33027

The above director of the corporation shall serve until the successor is elected and qualified to serve, pursuant to the corporation's bylaws.

ARTICLE IX - AMENDMENTS

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 shareholder is subject to this reservation.

ARTICLE X - INCORPORATOR

The name and address of the incorporator is:

NAME	ADDRESS
Myrna Rubens	901 S. W. 128 Avenue, Suite 311 Pembroke Pines, FL 33027

IN WITNESS WHEREOF, the undersigned has set his signature and seal as a subscriber of RUBENS CONSULTING, INC., and has acknowledged and filed in the office of the Department of Corporations of the State of Florida these Articles of Incorporations, this 8th day of April, 1998.


Myrna Rubens
REGISTERED AGENT

*I ACCEPT THE DESIGNATION OF REGISTERED AGENT,

FILED
98 APR 17 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA