

STEEL HECTOR & DAVIS LLP

Requestor's Name

215 SOUTH MONROE STREET/SUITE 601

Address

TALLAHASSEE

City/State/Zip

222-2300

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

P99000033533

1. RAMBAM INTERNATIONAL, INC. - U.S.A.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
XX	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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-04/13/99-01018-028

*****78.75 *****78.75

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

PLEASE CONTACT ELIZABETH
REGARDING ANY QUESTIONS -
222-2300. THANK YOU.

Examiner's Initials

ajc 4/13

99 APR 13 AM 10:29

RECEIVED

ARTICLES OF INCORPORATION
OF
RAMBAM INTERNATIONAL, INC. - U.S.A.

ARTICLE I - NAME

The name of the corporation is Rambam International, Inc. - U.S.A. (hereinafter called the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

Shares of capital stock of the Corporation that have been issued and subsequently acquired by the Corporation shall constitute issued but not outstanding shares of the same class and series, until canceled or disposed of (whether by resale or otherwise) by the Corporation. If the Corporation cancels any such shares, the canceled shares shall constitute authorized and unissued shares of the same class and shall be undesignated as to series.

FILED
99 APR 13 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is, 200 South Biscayne Boulevard, Suite #4874, Miami, Florida 33131, and the name of the initial registered agent of the Corporation at that address is Peninsula Registered Agents, Inc.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and mailing address of the Corporation is 2 Grove Isle Drive, Suite 905, Coconut Grove, Florida 33133.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one. The name and address of the initial director of the Corporation is Alex Schwartz, 238 Davenport Road, Apt. 183, Toronto, CANADA M5R1J6.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Jeffrey S. Bartel, 200 South Biscayne Boulevard, Suite 4000, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these
Articles of Incorporation this 9th day of April, 1999.



Jeffrey S. Bartel, Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

W I T N E S S E T H:

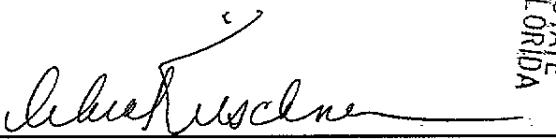
Rambam International, Inc. - U.S.A., desiring to organize under the laws of the State of Florida, has named Peninsula Registered Agents, Inc., located at 200 South Biscayne Boulevard, Suite #4874, Miami, Florida 33131, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 607.0505, Florida Statutes.

Dated this 9th day of April, 1999.

PENINSULA REGISTERED AGENTS, INC.

By: 
Debra Kirschner, Vice President

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TALLAHASSEE, FLORIDA