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To: --
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

KAUFMAN, ROSSIN SECURITIES, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
KAUFMAN, ROSSIN SECURITIES, INC.

ARTICLE I - NAME

The name of this Corporation is KAUFMAN, ROSSIN SECURITIES, INC.

ARTICLE II - ADDRESS

The address of the principal office and mailing address of the corporation is 2699 SOUTH
DAYSHORE DRIVE, FIFTH FLOOR, MIAMI, FLORIDA 33133.

ARTICLE III - DURATION

The Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business
permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue shall be
10,000 shares of ONE DOLLAR (\$1.00) par value voting common stock.

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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2699 SOUTH BAYSHORE DRIVE, FIFTH FLOOR, MIAMI, FLORIDA 33133 and the name of the initial registered agent of this Corporation at that address is MIGUEL G. FARRA.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have FIVE (5) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than ONE (1). The names and address of the initial directors of this Corporation are:

JAMES R. KAUFMAN, JAY H. ROSSIN, GERALD A. MICHELSON,
KEITH SHARKEY, MIGUEL G. FARRA
2699 SOUTH BAYSHORE DRIVE
FIFTH FLOOR
MIAMI, FLORIDA 33133

ARTICLE VIII - INCORPORATOR

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

MIGUEL G. FARRA
2699 SOUTH BAYSHORE 2699
FIFTH FLOOR
MIAMI, FLORIDA 33133

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 11 day of August, 1999.


Miguel G. Farra

STATE OF FLORIDA)
) SS.
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me on August 8, 1999, by Miguel G. Farra, to whom is personally known to me and he did take an oath.

Michelle Moyano
Name: Michelle Moyano
NOTARY PUBLIC
State of Florida at Large

My Commission Expires:



CERTIFICATE OF REGISTERED AGENT
OF
KAUFMAN, ROSSIN SECURITIES, INC.


In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

That KAUFMAN, ROSSIN SECURITIES, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at the City of Miami, County of Miami-Dade, State of Florida, has named MIGUEL G. FARRA 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 place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated this 11 day of August, 1999.


Miguel G. Farra

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