



THE UNITED STATES  
CORPORATION  
COMPANY

P9000089542

ACCOUNT NO. : 072100000032

REFERENCE : 406640 4312767

AUTHORIZATION :

Patricia Pruitt

COST LIMIT : \$ 78.75

ORDER DATE : October 11, 1999

ORDER TIME : 10:14 AM

ORDER NO. : 406640-005

700003011217--4

CUSTOMER NO: 4312767

CUSTOMER: Donald Klein, Esq.  
KLINE MOORE & KLEIN  
KLINE MOORE & KLEIN  
Suite 903  
2665 S. Bayshore Drive  
Coconut Grove, FL 33133

DOMESTIC FILING

NAME: RUBE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

FILED  
99 OCT 11 PM 1:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
99 OCT 11 AM 11:23  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

TS 10/11/99

ARTICLES OF INCORPORATION

OF  
RUBE, INC.

FILED  
99 OCT 11 PM 1:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I.

The name and address of this corporation are: RUBE, INC., c/o Edward G. Rubinoff, Esquire, 501 N.E. 1st Avenue, Miami, Florida 33132.

II.

This corporation shall have perpetual existence, unless sooner dissolved according to law.

III.

This corporation is organized for the following purposes: To engage in the transaction of any and all lawful business whatsoever.

IV.

This corporation is authorized to issue Ten Thousand (10,000) shares of One (\$1.00) Dollar par value common stock.

V.

The street address of the initial registered office of this corporation is: 501 N.E. 1st Avenue, Miami, Florida 33132, and the name of the initial registered agent of this corporation at that address is: EDWARD G. RUBINOFF.

VI.

This corporation shall have two (2) 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. The names and addresses of the initial directors of this corporation shall be:

EDWARD G. RUBINOFF  
501 N.E. 1st Avenue  
Miami, Florida 33132

ANN K. RUBINOFF  
501 N.E. 1st Avenue  
Miami, Florida 33132

VII.

The name and address of the incorporator shall be:

Edward G. Rubinoﬀ, Esquire,  
501 N.E. 1st Avenue,  
Miami, Florida 33132.

VIII.

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

## IX.

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

X.

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XI.

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

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 5 day of October, 1999.

Edward G. Rubino  
EDWARD G. RUBINOFF

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

BEFORE ME, the undersigned authority personally appeared EDWARD G. RUBINOFF, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last  
aforesaid this 5 day of October, 1999.

*Marlynn Motthen*  
NOTARY PUBLIC, State of Florida, CC#8639  
MY COMMISSION EXP. OCT. 14, 2001

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED

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

First that RUBE, INC., desiring to organize under the laws of  
the State of Florida, with its registered office, as indicated in  
Articles of Incorporation has named EDWARD G. RUBINOFF, located at  
501 N.E. 1st Avenue, Miami, Florida 33132, as its agent to accept  
service of process within this state.

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named to accept service of process for the above  
stated corporation, at place designated in this Certificate, the  
undersigned hereby accepts to act in this capacity, and agrees to  
comply with the provisions of said Act relative to keeping open  
said office.

  
EDWARD G. RUBINOFF

FILED  
99 OCT 11 PM 1:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA