Division of Corporations

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Division of Corporations Public Access System Katherine Harris, Secretary of State

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## FLORIDA PROFIT CORPORATION OR P.A.

ADVANTAGE ACQUISITION CORP.

| Certificate of Status | 0       |
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## H00000066343 5 ARTICLES OF INCORPORATION

OF

#### ADVANTAGE ACQUISITION CORP.

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Advantage Acquisition Corp.

2. <u>Principal Office.</u> The address of the principal office address of the Corporation is:

126 Merrow Road Auburn, Maine 04210-8896

Mailing Address. The mailing address of the Corporation is:

Post Office Box 1330 Auburn, Maine 04210-8896

- 4. <u>Authorized Shares.</u> The Corporation is authorized to issue 100,000 shares of common stock having a \$0.01 par value per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.
- 5. <u>Bylaws.</u> The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.
- 6. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

C T Corporation Systems 1200 South Pine Island Road Plantation, Florida, 33324

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7. <u>Incorporator.</u> The name and address of the incorporator of the Corporation is:

J. Hugh Middlebrooks 200 South Orange Avenue Sarasota, Florida 34236

8. <u>Effective Date.</u> The existence of the Corporation shall commence upon the filing of these articles by the Florida Department of State.

Dated this 20th day of December 2000.

High Middlebrooks

Incorporator and Registered Agent

LISA-419544.1

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### DESIGNATION OF REGISTERED OFFICE AND AGENT IN FLORIDA FOR ADVANTAGE ACQUISITION CORP., A FLORIDA CORPORATION

Having been named as registered agent and to accept service of process for the above stated corporation at C T Corporation, 1200 South Pine Island Road, Plantation, Florida 33324., agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System, a Delaware corporation, Registered Agent for Advantage Acquisition Corp., a Florida corporation

By:

Victoria Goldstein

Its Authorized Representative

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SECULTARY OF STATE
BIVISION OF CONTRATIONS