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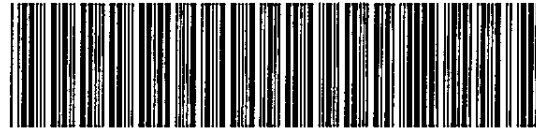
(Business Entity Name)

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DAVID J. WIENER
BOARD CERTIFIED REAL ESTATE LAWYER
ADMITTED TO PRACTICE IN FLORIDA
AND NEW YORK

July 28, 2004

Secretary of State
409 East Gaines Street
Tallahassee, FL 32399

VIA FEDERAL EXPRESS

Re: DAWSCO (PB) Realty Corporation

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Incorporation for the above referenced company for filing, along with a check in the amount of \$78.75 to cover the cost of filing same.

Should you have any questions concerning the foregoing, please feel free to call me.

Sincerely,


Joanne M. Capuano

/jmc
Encl.

04 JUL 29 PM 12:10

ARTICLES OF INCORPORATION
OF
DAWSCO (PB) REALTY CORPORATION

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I -- NAME

The name of the corporation shall be DAWSCO (PB) REALTY CORPORATION. The principal office and mailing address of the corporation is One North Clematis Street, Suite 305, West Palm Beach, Florida, 33401.

ARTICLE II -- DURATION

The corporation shall have perpetual existence.

ARTICLE III -- PURPOSE

The purpose of this corporation is and engaging in any activity or business permitted under the laws of the United States or of this State.

ARTICLE IV -- CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of capital stock with a par value of \$0.01 per share.

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address in this state of the initial registered office of the corporation is One North Clematis Street, Suite 305, West Palm Beach, Florida 33401, and the name of the initial registered agent at such address is David J. Wiener, Esq.

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

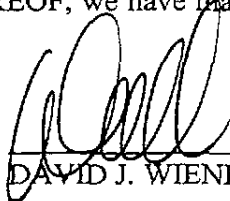
The initial Board of Directors shall consist of one (1) member. The number of directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director is:

Peter F. Cohen
30 St. Clair Avenue West
Suite 1400
Toronto, Ontario M4V 3A1
Canada

ARTICLE VII -- INCORPORATOR

The name and address of the person signing these Articles is: David J. Wiener, Esq., David J. Wiener, P.A., One North Clematis Street, Suite 305, West Palm Beach, Florida, 33401.

IN WITNESS WHEREOF, we have made and subscribed these Articles this 27th day of July, 2004.



DAVID J. WIENER

STATE OF FLORIDA)
)SS.:
COUNTY OF PALM BEACH)

Before me personally appeared David J. Wiener, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed and did take an oath.

WITNESS my hand and official seal this 27th day of July, 2004.



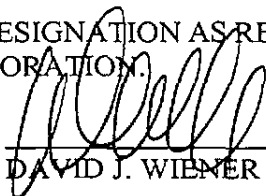
Joanne M. Capuano
Commission #DD217355
Expires: Jul 01, 2007
Bonded Thru
Atlantic Bonding Co., Inc.



NOTARY PUBLIC
My Commission Expires: 7-1-07

(NOTARIAL SEAL)

I HEREBY ACCEPT THE DESIGNATION AS REGISTERED AGENT AS SET FORTH IN THESE ARTICLES OF INCORPORATION.



DAVID J. WIENER