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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FLORIDAFREEWAY, INC.

I, Nancy B. Colman, the undersigned natural person, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the Corporation is Floridafreeway, Inc.

ARTICLE II

Principal Office and Mailing Address

The principal office and mailing address of the of the Corporation is 751 Park of Commerce Drive, Suite 128, Boca Raton, Florida 33487.

ARTICLE III

Purposes and Powers

The purposes for which the Corporation is organized are to engage in any lawful activity within the purposes for which a corporation may be organized under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes.

ARTICLE IV

Capital Stock

The aggregate number of shares which the Corporation shall have authority to issue is ONE MILLION (1,000,000) shares, consisting of one class only, designated as "Common Stock," of the par value of ONE AND NO/100 DOLLARS (\$1.00) per share. This amount may be increased in accordance with the ByLaws of the Corporation.

Prepared By:
Nancy B. Colman, Esquire
Florida Bar No.: 744859
Quarles & Brady, LLP
1900 Glades Road, Suite 280
Boca Raton, Florida 33431
(561) 368-6400

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ARTICLE V
Directors

The affairs of the Corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws.

ARTICLE VI
Right to Purchase Own Shares

The Corporation shall have the right to acquire its own shares from time to time, upon such terms and conditions as the Board of Directors shall fix.

ARTICLE VII
Initial Registered Office and Agent

The address of the Initial Registered Office of the Corporation is 222 Lakeview Avenue, Fourth Floor, P.O. Box 3188, West Palm Beach, Florida 33402-3188, and the name of its Initial Registered Agent at such address is Florida-Lawdock, Inc.

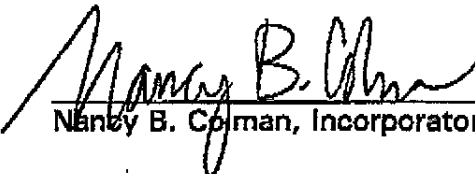
ARTICLE VIII
Incorporator

The name and address of the person executing these Articles of Incorporation, as the Incorporator, is Nancy B. Colman, One Lincoln Place, 1900 Glades Road, Suite 280, Boca Raton, Florida 33431.

ARTICLE IX
Amendment

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, as provided by law.

THE UNDERSIGNED INCORPORATOR has executed these Articles of Incorporation this 19th day of January, 2000.



Nancy B. Colman, Incorporator

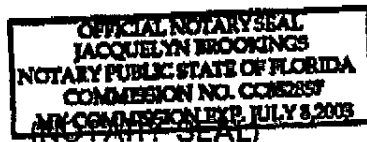
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STATE OF FLORIDA
PALM BEACH COUNTY

SWORN TO AND SUBSCRIBED before me this 19th day of January, 2000, by
NANCY B. COLMAN, who is personally known to me or who has produced
as identification.



Notary Public Signature

Notary Public Printed Name

My Commission Expires:

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE
FOR
FLORIDAFREEWAY, INC.**

PURSUANT TO §607.0505, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is **FLORIDAFREEWAY, INC.**

The name of the initial registered agent is Florida-Lawdock, Inc., located at 222 Lakeview Avenue, 4th Floor, P.O. Box 3188, West Palm Beach, Florida 33401, as its registered agent to accept service of process within the State of Florida.

By: 
Nancy B. Colman, Incorporator

Dated: January 19, 2000

REGISTERED AGENT ACCEPTANCE

Having been named as Registered Agent and to accept service of process for the above-stated Corporation, at the place designated in this Certificate, the undersigned hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of the position of Registered Agent.

FLORIDA-LAWDOCK, INC.
Registered Agent

By: 
Ned R. Nashban, Vice President

Dated: January 19, 2000

Prepared By:
Nancy B. Colman, Esquire
Florida Bar No.: 744859
Quarles & Brady, LLP
1900 Glades Road, Suite 280
Boca Raton, Florida 33431
(561) 368-5400

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