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Florida Department of State

Division of Corporations

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To:

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

From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
Phone : (850)222-1173
Fax Number : (850)224-1640

FLORIDA PROFIT CORPORATION OR P.A.

PCB Acquisition Corp.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
PCB ACQUISITION CORP.**

The undersigned Incorporator hereby forms a corporation under the Florida Business Corporation Act (Florida Statutes, Chapter 607) and hereby adopts the following:

First. Corporate Name.

The name of this Corporation is:

PCB ACQUISITION CORP.

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Second. Mailing Address of Corporation.

The mailing address of this Corporation is 312 S.E. 17th Street, Suite 300, Fort Lauderdale, Florida 33316.

Third. Nature of Business

The general nature of the business to be transacted by this corporation is to conduct any and all lawful activities or business permitted under the laws of the United States of America and the State of Florida, (and in particular, without limitation, Chapter 607 of the Florida Statutes, entitled the Florida Business Corporation Act which is hereby incorporated by reference herein these Articles of Incorporation),

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Fourth. Capital Stock.

The aggregate number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value of \$.01 per share.

Fifth. Term of Existence.

This Corporation shall have perpetual existence.

Sixth. Initial Registered Office and Registered Agent.

The Corporation's initial registered agent shall be Charles Palmer, and the street address of the initial registered office of this Corporation in the State of Florida is 312 S. E. 17th Street, Suite 300, Fort Lauderdale, Florida 33316.

Seventh. Board of Directors.

This Corporation shall have four (4) directors initially. The number of directors may be increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1).

The name and address of the initial directors who shall hold office until the earlier of their resignations, removal or replacement are:

Charles Palmer

312 S. 17th Street, Suite 300
Fort Lauderdale, Florida 33316

Robert Underwood

312 S. E. 17th Street, Suite 300

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Fort Lauderdale, Florida 33316

R. David Bergonia

312 S. E. 17th Street, Suite 300
Fort Lauderdale, Florida 33316

Raymond Fleites

312 S. E. 17th Street, Suite 300
Fort Lauderdale, Florida 33316**Eighth. Incorporator.**

The name and street address of the person signing these Articles of Incorporation as the Incorporator is Charles Palmer, 312 S. E. 17th Street, Suite 300, Fort Lauderdale, Florida 33316.

Ninth. Amendment.

These Articles of Incorporation may be amended in the manner prescribed by law, except that upon the issuance of shares, every amendment must be approved by the Board of Directors of the Corporation before it is submitted to the shareholders of the Corporation for their approval.

Tenth. Indemnification.

Except as may otherwise be provided in the Bylaws of this Corporation, this Corporation shall indemnify its incorporator, officers and directors to the fullest extent permitted by law either now or hereafter in effect.

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IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of this 13th day of March, 2000.


Charles Palmer

03/13/2000

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**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT
UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 48.091 and 607.0501 of the Florida
Statutes:

Having been appointed registered agent of PCB Acquisition Corp. in its Articles of
Incorporation, at the place designated in such Articles of Incorporation, the undersigned hereby
agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of
such position.



Charles Palmer

Dated: March 13, 2000

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