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Florida Department of State  
Division of Corporations  
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From:  
Account Name : ZIMMERMAN, SHUFFIELD, KISER & SUTCLIFFE, P.A.  
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FLORIDA PROFIT CORPORATION OR P.A.

THE MODEL WORKS, INC.

Effective Date: 3/31/2000

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**ARTICLES OF INCORPORATION  
OF  
THE MODEL WORKS, INC.**

**THE UNDERSIGNED**, acting as sole incorporator of **THE MODEL WORKS, INC.** under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I  
NAME**

The name of the corporation is **THE MODEL WORKS, INC.**

**ARTICLE II  
SHARES**

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, One Cent (\$0.01) par value per share.

**ARTICLE III  
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 804 Rosa Street, Celebration, FL 34747. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE IV  
MAILING ADDRESS**

The mailing address of the corporation is 804 Rosa Street, Celebration, FL 34747.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the corporation and the initial Registered Agent at such address are as follows:

Thomas J. McMahon  
804 Rosa Street  
Celebration, FL 34747

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EXPIRATION DATE  
3-31-00

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**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the person who is to serve as initial Director until the first annual meeting of the shareholders of the corporation or until successor Directors are elected and shall qualify are as follows:

Thomas J. McMahon  
804 Rosa Street  
Celebration, FL 34747

**ARTICLE VII**  
**COMMENCEMENT OF CORPORATE EXISTENCE**

In accordance with Section 607.0203(1), Fla. Stat., the corporation's corporate existence shall be deemed to have commenced at 12:01 a.m. on March 31, 2000, or, if later, such time and date as is five business days prior to the date on which these Articles of Incorporation are filed by the Department of State.

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the sole incorporator of the corporation are as follows:

Thomas J. McMahon  
804 Rosa Street  
Celebration, FL 34747

**IN WITNESS WHEREOF**, these Articles have been signed by the undersigned incorporator this 20 day of March, 2000.

  
Thomas J. McMahon, Incorporator

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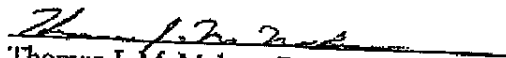
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**ACCEPTANCE OF APPOINTMENT**  
**BY INITIAL REGISTERED AGENT**

**THE UNDERSIGNED**, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

**DATED**, this 20 day of March, 2000.

  
Thomas J. McMahon, Registered Agent

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