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August 11, 2000

GEORGE R. HARPER  
E-mail: [gharper@kilstock.com](mailto:gharper@kilstock.com)  
Direct Dial: 786.777.8006

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-08/14/00--01098--017  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: Incorporation of Charleston Operators, Inc.

Dear Sir or Madam:

Enclosed please find (i) an original and two (2) copies of the Articles of Incorporation for Charleston Operators, Inc. and (ii) a check for \$87.50 for the filing fee, a certified copy of the Articles of Incorporation and a Certificate of Status.

Should you have any questions or concerns regarding the foregoing, please do not hesitate to contact me.

Sincerely,

  
George R. Harper

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DIVISION OF STATE  
CORPORATIONS  
00 AUG 23 AM 9:25

GH/mah  
Enclosures

cc: Stuart Neiman, Esq.

2558  
W00-20406

gh 8/29/00



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 AUG 23 AM 9:25

August 18, 2000

KILPATRICK STOCKTON LLP  
ATTN: GEORGE R. HARPER  
200 SOUTH BISCAYNE BLVD. #2000  
MIAMI, FL 33131-2310

SUBJECT: CHARLESTON OPERATORS, INC.  
Ref. Number: W00000020406

We have received your document for CHARLESTON OPERATORS, INC.. However, the document has not been filed and is being returned for the following:

The registered agent designated in your document is not an active entity according to our records. Please reinstate this entity (call (850) 487-6059 for information) or designate another entity that is active according to our records.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 800A00044546

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**ARTICLES OF INCORPORATION**  
**OF**  
**CHARLESTON OPERATORS, INC.**

The undersigned, an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

**Article I**

The name of the corporation is Charleston Operators, Inc. (the "Corporation").

**Article II**

The street address and the mailing address of the principal office of the Corporation is 200 South Biscayne Boulevard, Suite 2000, Miami, Florida 33131-2310.

**Article III**

The number of shares that the Corporation is authorized to issue is 100,000, all of which are of a par value of \$0.01 each and are of the same class and are Common shares.

**Article IV**

The street address of the initial registered office of the Corporation in the State of Florida is 200 South Biscayne Boulevard, Suite 2000, Miami, Florida 33131-2310.

The name of the initial registered agent of the Corporation at said registered office is George R. Harper.

The written acceptance of said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

**Article V**

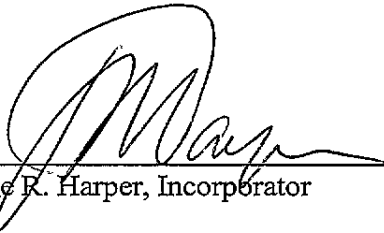
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

The name and address of the incorporator are as follows:

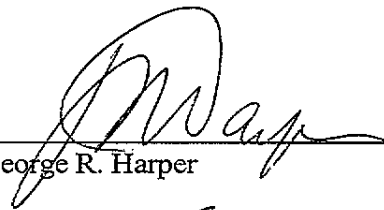
00 AUG 28 AM 9: 25

George R. Harper  
Kilpatrick Stockton LLP  
200 South Biscayne Boulevard  
Suite 2000  
Miami, Florida 33131-2310

Dated as of the 25 day of August, 2000.

  
\_\_\_\_\_  
George R. Harper, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, we hereby accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as registered agent.

  
\_\_\_\_\_  
George R. Harper  
Date: August 25, 2000