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ACCOUNT NO. : 072100000032

REFERENCE : 033171 6099A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia P.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2001 FEB 21 PM 1:36

FILED

ORDER DATE : February 21, 2001

ORDER TIME : 11:29 AM

ORDER NO. : 033171-005

CUSTOMER NO: 6099A

000003745470--9

CUSTOMER: Ms. Laraine C. Charbonneau
Moyle Flanigan Katz Kolins
Raymond & Sheehan
P. O. Box 3888
625 N. Flagler Dr., 9th Floor
West Palm Beach, FL 33401

DOMESTIC FILING

NAME: EMMETT INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

01 FEB 21 PM 12:07

RECEIVED

Jf 2/21/01

ARTICLES OF INCORPORATION
OF
EMMETT INVESTMENTS, INC.

FILED
2001 FEB 21 PM 1:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I
Name of Corporation

The name of this Corporation shall be EMMETT INVESTMENTS, INC. (the "Corporation").

ARTICLE II
Mailing Address and Principal Place of Business

The mailing address and principal place of business of the Corporation is 143 Seminole Avenue, Palm Beach, Florida 33480.

ARTICLE III
Purpose

This Corporation is organized for the following purposes:

- (a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.
- (b) For the purpose of transacting any or all lawful business.

- (c) To do any and everything pertinent to the above.

ARTICLE IV Capital Stock

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

ARTICLE VII Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 625 N. Flagler Drive, 9th Floor, West Palm Beach, Florida 33401, and the name of the initial registered agent of this Corporation at that address is Wilton L. White, Esquire.

ARTICLE VIII
Initial Board of Directors

This Corporation shall have one (1) director initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this Corporation is as follows:

Paul Emmitt

143 Seminole Avenue
Palm Beach, Florida

ARTICLE IX
By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X
Indemnification

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI
Incorporator

The name and address of the person signing these Articles is as follows: Wilton L. White,
625 N. Flagler Drive, 9th Floor, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20th day of February, 2001.

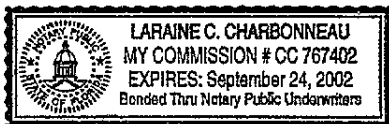


Wilton L. White

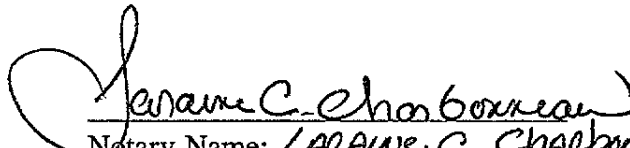
2001 FEB 21 PM 1:36
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 20th day of February, 2001, by Wilton L. White, as Incorporator of EMMETT INVESTMENTS, INC., on behalf of the Corporation, and he is personally known to me or has produced n/a as identification and did take an oath.




(NOTARY STAMP)



Notary Name: LARAIN C. CHARBONNEAU
Notary Public
Serial (Commission) Number
(if any) _____

I hereby accept appointment as Registered Agent of EMMETT INVESTMENTS, INC. as provided in Article VII, hereof.



Wilton L. White, Esq.
Registered Agent