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To:

Division of Corporations

Fax Number

2 (850)205-0381

Account Name : PARCORP SERVICES, LTD.

Account Number : I19990000011 Phone

: (877)603-2533

Fax Number

: (707)276-4538

FLORIDA PROFIT CORPORATION OR P.A.

Teekay Seven Corp.

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FAX AUDIT NO. (((H01000038375 1

STATE OF FLORIDA ARTICLES OF INCORPORATION OF

Teekayseven Corp.

FIRST:

The corporate name that satisfies the requirements of Section 607.0401 is: Teekayseven Corp.

The street address of the initial principal office of the corporation shall be SECOND: 1941 NE 31ST STREET, APT. 2, LIGHTHOUSE POINT, FL 33064 and the mailing address of the corporation shall be PO BOX 1802, POMPANO, FL 33061

The corporation may engage or transact in any or all lawful activities or THIRD: business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

The number of shares the corporation is authorized to issue is 1000 FOURTH: shares of common stock having NO PAR VALUE

The street address of the initial registered office of the corporation i FIFTH: 1941 NE 31ST STREET, APT. 2, LIGHTHOUSE POINT, FL 33064 the name of its initial registered agent at such address is TODD KRISSELL

SIXTH: This corporation is to exist PERPETUALLY

SEVENTH: The number of Directors constituting the initial Board of Directors of the and the name(s) and address(es) of the person(s) who is/are to Corporation is ONE (1) serve as Director(s) until the first annual meeting of the Shareholders or until their successors are elected and qualify are:

TODD KRISSELL PO BOX 1802, POMPANO, FL 33061

EIGHTH: The name and street address of the incorporator to these Articles of Incorporation: Michael J. Jagoda, 3108 S. Route 59, Ste. 124-363, Naperville, IL 60564

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation

on APRIL 13, 2001

Incorporator

Preparer Info:

Michael J. Jagoda, 3108 S. Route 59, Ste. 124-363, Naperville, IL 60564

Parcorp Services, Ltd. - Phone: 877-603-2533 FAX AUDIT NO. (((H01000038375 1

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Teekayseven Corp.

Acceptance by the Registered Agent as required in section 607.0501 (3) F.S. TODD KRISSELL is familiar with and accepts the obligations provided for in Section 607.0505.

Dated: APRIL 13, 2001

SIGNED BY: Toda (RILLO)

TODD KRISSELL REGISTERED AGENT

SECHETARY OF STATE

FAX AUDIT NO. (((H01000038375 1

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