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**FLORIDA PROFIT CORPORATION OR P.A.**

**PJC @ PGA, Inc.**

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**FLORIDA DEPARTMENT OF STATE**

**Katherine Harris**  
Secretary of State

May 16, 2001

**TURNBERRY ASSOCIATES**

**SUBJECT: PJC & PGA, INC.**  
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### CONSENT TO USE OF NAME

PJC @ PGA LIMITED PARTNERSHIP, a limited partnership organized under the laws of the State of Florida, hereby consents to the formation of PJC @ PGA, Inc. in the State of Florida.

IN WITNESS WHEREOF, the said PJC @ PGA LIMITED PARTNERSHIP has caused this consent to be executed and attested to this 16 day of May, 2001.

PJC @ PGA LIMITED PARTNERSHIP,  
a Florida limited partnership

BY: Mario A. Romine

NAME: MARIO A. ROMINE

TITLE: AUTHORIZED AGENT

Witness:

BY: Ava B. Zeigler

NAME: AVA B. ZEIGLER

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ARTICLES OF INCORPORATION  
OF  
PJC @ PGA, INC.

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ARTICLE I  
NAME

The name of this corporation shall be:

PJC @ PGA, Inc.

ARTICLE II  
PRINCIPAL OFFICE OF BUSINESS

The principal place of business of this corporation is:

8331 Herbert Road, Canfield, OH 44406

ARTICLE III  
CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 19501 Biscayne Boulevard, Suite 400, Aventura, FL 33180 and the name of the initial registered agent is Mario Romine.

ARTICLE V  
INCORPORATOR

The name and address of the person signing these Articles as Sole Incorporator is Mario A. Romine and his address is 19501 Biscayne Boulevard, Suite 400, Aventura, FL 33180.

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**ARTICLE VI**  
**DIRECTOR**

This corporation shall have one (1) director initially. The number of directors may increase from time to time but shall never be less than one (1). The name of the initial Director is Peter Cervone and his address is 8331 Herbert Road, Canfield, OH 44406.

**ARTICLE VII**  
**TERM**

The effective date of these Articles shall be May 16, 2001 and shall continue until terminated.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 16 day of May, 2001.

  
\_\_\_\_\_  
Mario A. Romine, Sole Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 16 DAY OF MAY, 2001.

BY:

  
\_\_\_\_\_  
MARIO A. ROMINE

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