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STEPHEN T. BREXEL
3078 CASA RIO COURT
PALM BEACH GARDENS, FL 33418
TELEPHONE: (561) 602-3188

FILED
01 MAY 16 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIA EXPRESS MAIL

May 15, 2001

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

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*****78.75 *****78.75

Re: Filing of Corporation for Macy Estates, Inc.

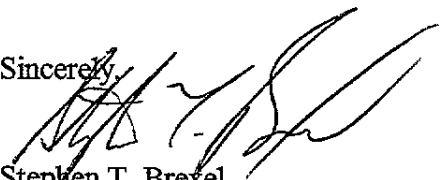
Dear Sir/Madam:

Enclosed for filing please the following:

1. Transmittal Letter.
2. One Original and one copy of Articles of Incorporation for Macy Estates, Inc.
3. Check #1225 in the amount of \$78.75 for filing fee.

Please return the Articles of Incorporation and Certificate of Status to the above address at your earliest convenience. In the event you have any questions, please contact me during working hours at (561)602-3188.

Sincerely,


Stephen T. Brexel

/SB
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MACY ESTATES, INC.

I, the undersigned natural person, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is Macy Estates, Inc.

ARTICLE II

Principal Office and Mailing Address

The address of the principle office of the corporation is Post Office Box 31162, Palm Beach Gardens, Florida 33420-1162.

ARTICLE III

Purposes

The purposes for which the corporation is organized are to engage in any lawful activity within the purposes for which a corporation may be organized under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes.

ARTICLE IV

Capital Stock

The aggregate number of shares which the corporation shall have authority to issue is One Hundred (100) shares, consisting of one class only, designated as "Common Stock," of the par value of (\$1.00) per share.

ARTICLE V

Directors

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws.

ARTICLE VI
Right to Purchase Own Shares

The corporation shall have the right to acquire its own shares from time to time, upon such terms and conditions as the Board of Directors shall fix.

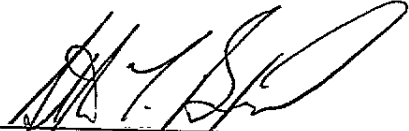
ARTICLE VII
Registered Office and Agent

The address of the initial registered office of the corporation is 3078 Casa Rio Court, Palm Beach Gardens, Florida 33418, and the name of its initial registered agent at such address is Stephen T. Brexel.

ARTICLE VIII
Incorporator

The name and address of the incorporator is Stephen T. Brexel, Post Office Box 31162, Palm Beach Gardens, Florida 33420-1162.

Executed this 14 day of May, 2001.



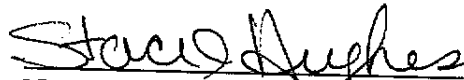
Stephen T. Brexel, Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 14 day of May, 2001, by Stephen T. Brexel, who is personally known to me or who has produced as identification drivers license as identification and who did (did not) take an oath.



Staci I. Hughes
MY COMMISSION # CC90322E EXPIRES
January 23, 2004
BONDED THRU TROY FAIN INSURANCE, INC.



Notary Public, State of Florida

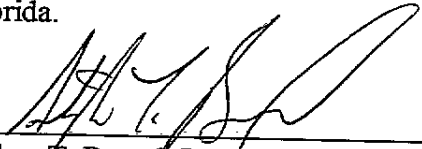
Staci I. HUGHES

Print, type, stamp
commissioned name of notary

**CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED
AGENT AND REGISTERED OFFICE FOR SERVICE OF PROCESS**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

1. That Macy Estates, Inc., desiring to organize under the laws of the State of Florida, has named Stephen T. Brexel located at 3078 Casa Rio Court, Palm Beach Gardens, Florida 33418, as its agent to accept service of process within Florida.

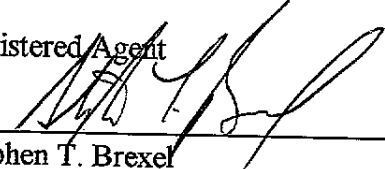


Stephen T. Brexel, Incorporator

Dated: May 14, 2001.

2. That, having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate. The undersigned hereby agrees to act in this capacity and agrees to comply with the provisions of Chapter 48.091, F.S., relative to keeping open said office.

Registered Agent



Stephen T. Brexel

Dated: May 14, 2001.

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