

**Electronic Articles of Incorporation
For**

**P01000084091
FILED
August 24, 2001
Sec. Of State**

WHITNEY M. BALDWIN, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

WHITNEY M. BALDWIN, INC.

Article II

The principal place of business address:

820 DIXIE HIGHWAY
SUITE 1
WEST PALM BEACH, FL. 33401

The mailing address of the corporation is:

3701 SOUTH FLAGLER DRIVE
B207
WEST PALM BEACH, FL. 33405

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

THEODORE T TARONE JR.
180 ROYAL PALM WAY
SUITE 201
PALM BEACH, FL. 33480

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: THEODORE T. TARONE, JR.

Article VI

The name and address of the incorporator is:

THEODORE T. TARONE, JR.
180 ROYAL PALM WAY, SUITE 201
PALM BEACH, FLORIDA 33480

Incorporator Signature: THEODORE T. TARONE, JR.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: D
WHITNEY M BALDWIN
3701 SOUTH FLAGLER DRIVE, B207
WEST PALM BEACH, FL. 33405

Article VIII

The Corporation shall have perpetual existence.

Article IX

This Corporation shall, to the fullest extent permitted by the provisions of Florida Statutes, Section 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have the power to indemnify under said provision from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to

Article IX (continued)

a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such person.

Article X

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any right conferred upon the shareholder(s) is subject to this reservation.