P01000098842 Old The state of t

TRANSMITTAL LETTER

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

SUBJECT: PAL ADVISORY CORPORATION

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

□ \$70.00

□ \$78.75

Filing Fee Filing Fee

& Certificate of Status

ina Fee

& Certified Copy

□ \$87.50

Filing Fee, Certified Copy

& Certificate of

Status

ADDITIONAL COPY REQUIRED

FROM:

A1A Florida Corporate Services 218 Southern Country Lane Quincy, FL 32351 1-850-921-4840

100004630601--4 -10/11/01--01004--003 *****78.75 *****78.75

TALLAHASSEE, FLORIDA OLVISION OF CORPORATIONS OF STATE

01 0C1 10 PM 4: 52

J. BRYAN OCT 1 1 2001.

BECEINED

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

PAL ADVISORY CORPORATION

ARTICLE II PRINCIPAL OFFICE

1521 Alton Rd. #355

MIAMI BEACH, FL 33139

ARTICLE III PURPOSE

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV SHARES

1000 COMMON SHARES

\$1.00 PAR VALUE

ARTICLE V INITIAL OFFICERS / DIRECTORS (optional)



PAGE 2 PAL ADVISORY CORPORATION

ARTICLE VI REGISTERED AGENT

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

LARRY SISSON 218 SOUTHERN COUNTRY LANE **QUINCY, FL 32351**

ARTICLE VII INCORPORATOR

A1A FLORIDA CORPORATE SERVICES LARRY SISSON 218 SOUTHERN COUNTRY LANE **QUINCY, FL 32351**

ARTICLE VIII

No director or officer of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, provided, however, that the foregoing clause shall not apply to any liability of a director or officer(i) for any breach of the director's or officer's duty of loyalty to the corporation or its shareholders, (II) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (III) for any transaction from which the director or officer derived an improper personal benefit. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advancement of attorney's fees and expenses to any person who is or was an officer or director of the Corporation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature / Registered/Agent

Signature/Incorporator

TALLAHAS SEE, FLOR