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Florida Department of State
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From:
Account Name : SHAPIRO & ADAMS, P.A.
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FLORIDA PROFIT CORPORATION OR P.A.

Old Harbour Partners & Co., Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
OLD HARBOUR PARTNERS & CO., INC.**

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I -- NAME

The name of the corporation shall be OLD HARBOUR PARTNERS & CO., INC. The mailing address is: 11105 Old Harbour Road, North Palm Beach, Florida 33408.

ARTICLE II -- DURATION

The corporation shall have perpetual existence.

ARTICLE III -- PURPOSE

The purpose of this corporation is all lawful business and engaging in any activity or business permitted under the laws of the United State or of this State.

ARTICLE IV -- CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of capital stock with a par value of \$.01 per share.

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address in this state of the initial registered office of the corporation is 11105 Old Harbour Road, North Palm Beach, Florida 33408, and the name of the initial registered agent at such address is CYRUS F. FREIDHEIM, JR.

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of not less than one (1) nor more than five (5) members. The number of directors may be increased or decreased from time to time as authorized by the By-Laws, but shall never be less than one (1). The name and address of the initial director is:

Cyrus F. Freidheim, Jr.
11105 Old Harbour Road
North Palm Beach, FL 33408

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ARTICLE VII – INCORPORATORS

The name and address of the person signing these Articles is: Cyrus F. Freidheim, Jr.,
11105 Old Harbour Road, North Palm Beach, Florida 33408.

IN WITNESS WHEREOF, I have made and subscribed these Articles this 22 day of
January, 2002.


CYRUS F. FREIDHEIM, JR.

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 22nd day of January, 2002,
by CYRUS F. FREIDHEIM, JR., who is personally known to me or who has produced a
driver's license as identification and who did take an oath.


NOTARY PUBLIC
(Notary Seal)



Renee Ann Winslow
MY COMMISSION # CC938947 EXPIRES
August 23, 2004
BONDED THROUGH FARM BUREAU INSURANCE, INC. *****

**I HEREBY ACCEPT THE DESIGNATION AS REGISTERED AGENT AS SET FORTH
IN THESE ARTICLES OF INCORPORATION.**


CYRUS F. FREIDHEIM, JR.