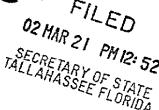
P12000033426

March 17, 2002



Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

Re: Peter Grace Corporation

500005139085---5 -03/21/02--01042--006 *****78.75 *****78.75

Dear Sir/Madam:

Enclosed please find an original and one copy of the executed Articles of Incorporation and Certificate of Acceptance of Registered Agent for the above-referenced corporation for filing. Also enclosed is this firm's check in the amount of \$78.75, made payable to the Florida Secretary of State, to cover the following costs:

Filing Fee for Articles of Incorporation	\$ 35.00
Registered Agent Fee	\$ 35.00
Certified Copy Fee	\$ 8.75
TOTAL	\$ 78.75

Please forward the certified copy of the Articles of Incorporation to the undersigned.

Thank you for your assistance, and should you require anything further, please feel free to contact me.

Sincerely,

Christopher M. Halpern

Enclosures

ARTICLES OF INCORPORATION

FILED

02 MAR 21 PM 12: 52

SECRETARY OF STATE TALLAHASSEE FLORIDA

OF

PETER GRACE CORPORATION

ARTICLE I

<u>NAME AND EXISTENCE.</u> The name of this corporation is Peter Grace Corporation (hereinafter referenced as the "Corporation"), and the Corporation shall have perpetual existence.

ARTICLE II

BUSINESS AND ACTIVITIES. The Corporation may, and is organized and authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

<u>ARTICLE III</u>

CAPITAL STOCK. The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having a par value of \$0.01 per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE IV

MAILING ADDRESS AND PRINCIPAL PLACE OF BUSINESS. The mailing address and the address of the principal place of business of the Corporation is 316 Spring Run Circle, Longwood, FL 32779.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial

registered office of this corporation is Christopher M. Halpern, 316 Spring Run Cr., Longwood, FL 32779, and the name of the initial registered agent of this corporation at that address is Christopher M. Halpern.

ARTICLE VI

<u>INCORPORATOR.</u> The Incorporator of the Corporation is Christopher M. Halpern, whose business address is 316 Spring Run Cr., Longwood, FL 32779.

ARTICLE VII

NUMBER OF DIRECTORS. The Board of Directors of the Corporation shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the stockholders in accordance with the Bylaws of the corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The directors may authorize and require the payment of the reasonable expenses incurred by directors in attending meetings of the directors. Nothing in this Article shall be construed to preclude a director from serving the corporation in any other capacity and receiving compensation therefore.

ARTICLE VIII

<u>INITIAL BOARD OF DIRECTORS.</u> The name and street address of each member of the Corporation's initial Board of Directors are as follows:

- 1. Christopher M. Halpern, 316 Spring Run Circle, Longwood, FL 32779.
- 2. Emily A. Halpern, 316 Spring Run Circle, Longwood, FL 32779.

ARTICLE IX

AMENDMENT. These Articles of Incorporation may be amended as provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock issued and entitled to be voted, unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

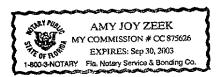
IN WITNESS WHEREOF, I, the undersigned, have executed these Articles of Incorporation for the uses and purposes stated herein this 17th day of March, 2002.

Christopher M. Halpern, as Incorporator of Peter Grace Corporation

STATE OF FLORIDA

COUNTY OF

Sworn to and subscribed before me this 17th day of March, 2002, by Amy Joy Zeek.



Signature of Notary Public

Cany Joy Zeek

Printed, typed, or stamp commissioned name of Notary Public

Check One: Personally known to me, Of	RProduced Identification
Identification Produced (if applicable):	

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been designated as the Registered Agent for **Peter Grace Corporation**, I hereby accept the designation and agree to act as the Registered Agent of said corporation.

corporation.	
Dated this 17 th day of Marc	
	Shegraphe M fet
	Christopher M. Halpern 316 Spring Run Cr., Longwood, FL. 32779
STATE OF FLORIDA	
COUNTY OF	
Sworn to and subscribed before r	me this 17 th day of March, 2002, by Amy Joy Zeek.
AMY JOY ZEEK MY COMMISSION # CC 875626 EXPIRES: Sep 30, 2003 1-800-3-NOTARY Fig. Notary Service & Bonding Co.	Signature of Notary Public Any Joy Zeek Printed, typed, or stamp commissioned name of Notary Public
Check One: Personally know	n to me, ORProduced Identification
Identification Produced (if applica	able):TALL