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AUTHORIZATION :

Patricia Pignato

COST LIMIT : \$ 78.75

ORDER DATE : August 8, 2002

ORDER TIME : 9:58 AM

ORDER NO. : 697252-005

CUSTOMER NO: 7229347

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CUSTOMER: Ms. Anna Krimshstein
Kilpatrick Stockton LLP

Suite 2000
200 South Biscayne Boulevard
Miami, FL 33131

DOMESTIC FILING

NAME: ARMAGH ACQUISITION CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Parramore - EXT. 1147

EXAMINER'S INITIALS: _____

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ARTICLES OF INCORPORATION
OF
ARMAGH ACQUISITION CORPORATION

A Florida Corporation

ARTICLE I

NAME

The name of this Corporation is ARMAGH ACQUISITION CORPORATION (the "Corporation"). The principal place of business and the mailing address of the Corporation is 1550 Peachtree Street, N.W., Atlanta, Georgia 30309.

ARTICLE II

NATURE OF BUSINESS

The purpose for which the Corporation is organized is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act ("FBCA") and the laws of the United States, and the Corporation shall have all powers necessary to engage in such acts or activities, including, but not limited to, the powers enumerated in the FBCA or any amendment thereto.

ARTICLE III

TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which this Corporation's existence shall begin is the date on which these Articles of Incorporation are filed with the Department of State of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of Common Stock, \$.01 par value per share (the "Common Stock").

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1201 Hays Street, Tallahassee, FL 32301, and the name of the initial registered agent of the Corporation at that address is Corporation Service Company.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall be comprised of one person. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one. The address of the initial director of the Corporation is: 1550 Peachtree Street, N.W., Atlanta, Georgia 30309. The name of the director, who resides at that address is Kent E. Mast.

ARTICLE VII

INITIAL OFFICERS

The initial officers of the Corporation shall be as follows:

Name	Office
Kent E. Mast	President
Leigh Ann Groome	Secretary
Gregory K. Cinnamon	Assistant Secretary

ARTICLE VIII

AMENDMENTS TO ARTICLES OF INCORPORATION AND BYLAWS

The Corporation reserves the rights to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors of the Corporation.

ARTICLE IX

INDEMNIFICATION

The Corporation shall indemnify and may advance expenses to any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it

owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

ARTICLE X

LIMITATION ON DIRECTOR LIABILITY

A director shall not be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the duty of loyalty of such director to the Corporation or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the FBCA, or (iv) for any transaction from which such director derives an improper personal benefit. If the FBCA is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the FBCA, as so amended. No repeal or modification of this Article X shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification.

ARTICLE XI

INCORPORATOR

The name and address of the person signing these Articles of Incorporation:

Gregory K. Cinnamon
Kilpatrick Stockton LLP
1100 Peachtree Street
Suite 2800
Atlanta, Georgia 30309-4530

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation on this August 7, 2002.



Gregory K. Cinnamon

CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON
WHOM PROCESS MAY BE SERVED

WITNESSETH

That ARMAGH ACQUISITION CORPORATION, desiring to organize under the laws of the State of Florida, has named Corporation Service Company as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 617-0501 of the Florida Statutes.

August 7, 2002

Deborah D. Skipper

Deborah D. Skipper
Asst. V. Pres.

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