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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 701604 4804484

AUTHORIZATION :

Patricia Piggett

COST LIMIT : \$ 70.00

ORDER DATE : August 12, 2002

ORDER TIME : 12:42 PM

ORDER NO. : 701604-005

CUSTOMER NO: 4804484

100007083121--8

CUSTOMER: Ms. L Trumpler-kelly
Wolf Block Schorr And
Solis-cohen
25th Floor
1650 Arch Street
Philadelphia, PA 19103-2097

DOMESTIC FILING

NAME: MITIGATION MANAGER, INC.

EFFECTIVE DATE: -

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Heather Powell

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EXT. 1155
EXAMINER'S INITIALS: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MITIGATION MANAGER, INC.

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is

MITIGATION MANAGER, INC.

SECOND: The street address, wherever located, of the principal office of the corporation is

777 So. Flager Drive
West Palm Beach, FL 33401

The mailing address, wherever located, of the corporation is

777 So. Flager Drive, West Palm Beach, FL 33401

THIRD: The number of shares that the corporation is authorized to issue is 100, all of which are of a par value of one dollar each and are of the same class and are Common shares.

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is

777 So. Flager Drive
West Palm Beach, FL 33401.

The name of the initial registered agent of the corporation at the said registered office is

William A. Shewalter

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporator are:

NAME

L. Trumpler-Kelly

ADDRESS

Wolf, Block, Schorr and Solis-Cohen LLP
1650 Arch Street, 22nd Floor
Philadelphia, PA 19103

SIXTH: The purposes for which the corporation is organized are as follows:

To engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

SEVENTH: The duration of the corporation shall be perpetual.

EIGHTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions 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, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

NINTH: Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

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TENTH: The corporate existence of the corporation shall begin _____ STATE
on Upon Filing. TALLAHASSEE, FLORIDA


Signed on

8-7-02


L. Trumpler-Kelly, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By:


William A. Shewalter, ~~SE~~

Date:

8-7-02