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Division of Corporations

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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850)385-6735
Fax Number : (954)641-4192

**FLORIDA PROFIT CORPORATION OR P.A.
TAG ACQUISITION CORP.**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

Handwritten signature

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

TAG ACQUISITION CORP.

**ARTICLE I
NAME**

The name of the corporation is TAG Acquisition Corp. (the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE**

The initial principal office of the Corporation is 3 Grove Isle, Unit 1610, Coconut Grove, Florida 33133.

**ARTICLE III
REGISTERED AGENT**

The name of the Corporation's registered agent in the State of Florida is Linda C. Frazier, and the address of the Corporation's registered office is c/o Panza, Maurer & Maynard, P.A., 3600 North Federal Highway, Bank of America Building, Third Floor, Fort Lauderdale, Florida 33308.

**ARTICLE IV
INCORPORATOR**

The name and address of the incorporator of the Corporation is: Linda C. Frazier, Panza, Maurer & Maynard, P.A., Bank of America Building, 3600 North Federal Highway, Third Floor, Fort Lauderdale, Florida 33308.

**ARTICLE V
PURPOSE**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida, and the Corporation shall have all of the powers conferred upon corporations organized under the laws of the State of Florida to carry out such purpose.

**ARTICLE VI
TERM**

The Corporation shall have perpetual existence.

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**ARTICLE VII
CAPITAL STOCK**

The corporation is authorized to issue 10,000 shares of common stock, par value \$.01 per share.

**ARTICLE VIII
INDEMNIFICATION**

The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida law.

**ARTICLE IX
DIRECTORS**

The Corporation shall have two directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The names and addresses of the initial directors are:

Doyal Bryant
7810 Ballantyne Commons Parkway
Suite 300
Charlotte, NC 28277

Richard Salpeter
3 Grove Isle
Unit 1610
Coconut Grove, FL 33133

**ARTICLE X
EFFECTIVE DATE**

The effective date of these Articles of Incorporation shall be May 19, 2003.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23rd day of May, 2003, but effective May 19, 2003.


Linda C. Frazier, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

By: *Linda C. Prazier*
LINDA C. PRAZIER

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