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To:

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

From:

Account Name : ROBERT C HACKNEY PROFESSIONAL LIMITED COMPANY  
Account Number : I19990000202  
Phone : (561)776-8600  
Fax Number : (561)622-2841

FLORIDA PROFIT CORPORATION OR P.A.

NALC Acquisition, Inc.

Certificate of Status	0
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9/19/2003

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**ARTICLES OF INCORPORATION  
OF  
NALC AQUISITION, INC.**

I, the undersigned incorporator, hereby makes, acknowledges and files these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of this Corporation shall be:  
NALC ACQUISITION, INC.

**ARTICLE II  
DURATION**

The Corporation shall exist perpetually until dissolved according to law.

**ARTICLE III  
NATURE OF BUSINESS**

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE IV  
AUTHORIZED SHARES**

The total number of shares of all classes which the Corporation shall have authority to issue is One Hundred Thousand (100,000) shares, no par value, all of which shall be Common Stock.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

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**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation in the State of Florida shall be:

11891 US Highway One, Suite 100  
North Palm Beach, Florida 33408

The name of the initial registered agent of this Corporation at that address shall be:

Robert C. Hackney

**ARTICLE VI  
BOARD OF DIRECTORS**

The powers of the Corporation shall be exercised by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors, which shall have one (1) Director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

**ARTICLE VII  
INCORPORATOR**

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

Robert C. Hackney, Esquire  
Robert C. Hackney, Professional Liability Company  
11891 US Highway One, Suite 100  
North Palm Beach, FL 33408

**ARTICLE VIII  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the corporation is:

11891 US Highway One, Suite 100  
North Palm Beach, FL 33408

**ARTICLE X  
SPECIAL PROVISIONS**

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and for creating, defining, limiting and regulating the powers of the Corporation, its shareholders and directors, are hereby adopted as a part of these Articles of Incorporation.

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.
2. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers or otherwise.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Palm Beach Gardens, Florida, for the uses and purposes aforesaid, this 19<sup>th</sup> day of September, 2003.

  
\_\_\_\_\_  
Robert C. Hackney, Incorporator

**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE NAMING,  
AGENT UPON WHOM PROCESS MAY BE SERVED**

The following is submitted pursuant to Sections 48.091 (1) and 607.034, Florida Statutes:

NALC Acquisition, Inc., desiring to organize under the laws of the State of Florida being in the County of Palm Beach, at 11891 US Highway One, Suite 100, North Palm Beach, Florida 33408, has named Robert C. Hackney, Esquire, located at 11891 US Highway One, Suite 100, North Palm Beach, Florida 33408, as its initial registered agent to accept service of process within this state.

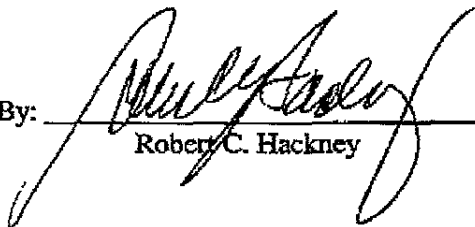
**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at the initial registered office of the Corporation of this State, I hereby accept to act in this capacity and agree to comply with the provisions of said statute relative to keeping the registered office of the corporation open from 10:00 a.m. to noon each day, except Saturdays, Sundays and legal holidays, and to post therein a sign designating the name of the corporation and the name of its registered agent.

Date: September 19, 2003

By: \_\_\_\_\_

Robert C. Hackney



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HALLAM, J. L. JR.