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Account Name : C T CORPORATION SYSTEM
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FLORIDA PROFIT CORPORATION OR P.A.

Advantage/Mayer Acquisition Sub, Inc.

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Public Access Help

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**ARTICLES OF INCORPORATION
OF
ADVANTAGE/MAYER ACQUISITION SUB, INC.**

ARTICLE I

The name of the corporation is "Advantage/Mayer Acquisition Sub, Inc."

ARTICLE II

The street address of the initial principal office and mailing address of the corporation is
c/o Allied Capital Corporation, 1919 Pennsylvania Avenue, NW, Washington D.C. 20006.

ARTICLE III

The corporation has the authority, acting through its board of directors, to issue not more than one thousand (1000) shares of a single class having a par value of \$.01 per share which shall be referred to as "Common Stock." The Common Stock (a) shall be one and the same class, (b) shall have unlimited voting rights (with each share having one vote on each matter submitted to shareholders for vote), (c) shall have equal rights of participation in dividends and other distributions and (d) shall be entitled to receive the net assets of the corporation ratably upon dissolution.

ARTICLE IV

The initial Board of Directors shall consist of one (1) member who shall be as follows:

John Shulman

ARTICLE V

The street address of the corporation's initial registered office is 1200 South Pine Island Road, Plantation, Florida, 33324 and the name of its initial registered agent at that office is CT Corporation System.

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ARTICLE VI

The name and address of the incorporator is:

Rachel M. Block, Esq.
Sutherland Asbill & Brennan LLP
999 Peachtree Street, N.E.
Suite 2300
Atlanta, Georgia 30309

DULY EXECUTED and delivered by the undersigned incorporator on 26th day of
January, 2004.

Rachel M. Block

Rachel M. Block, Incorporator

Acceptance by the Registered Agent as required by Fla. Stat. *607.0501(3): C T
Corporation System is familiar with and accepts the obligations provided for by Fla. Stat. *
607.0505.

Dated: January 26, 2004

Carmin Ryan
C T Corporation System, Registered Agent

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