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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

PINNACLE ASSOCIATES, INC.

Certificate of Status	0
Certified Copy	1
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H04-142940

Articles of Incorporation of:
PINNACLE ASSOCIATES, INC.

Article I Name:
PINNACLE ASSOCIATES, INC.

Article II Principal Office:
**301 North Cattlemen Road, Suite # 203
Sarasota, Florida 34232**

Article III Capital Stock:
The Corporation is authorized to have 7,500 shares of common stock with par value of \$1.00 (one dollar) each

Article IV Terms of Existence:
The term for which the corporation shall exist shall be perpetual, commencing on the filing of these Articles with the Secretary of State, State of Florida.

Article V Nature of business:
This corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other State of the United States.

Article VI Name & Address of Incorporator (s)
**Linda Nicol
301 North Cattlemen Road, Suite # 203
Sarasota, Florida 34232**

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Article VII Initial Board of Directors:

This corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The name and address of the two initial Directors of this corporation are:

Linda Nicol, President Alan Pearce, Vice President
301 North Cattlemen Road, Suite # 203
Sarasota, Florida 34232

The undersigned have executed these articles of incorporation this:

1st of July, 2004

Signature: L. J. Nicol

Name: Linda Nicol

Title: President

Signature: A. M. Pearce

Name: Alan Pearce

Title: Vice President

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H04-142940 Certificate of Designation Registered Agent/Registered Office

The name of the Corporation is:

PINNACLE ASSOCIATES, INC.

The name and address of the registered agent and office is:

**Linda Nicol
301 North Cattlemen Road, Suite # 203
Sarasota, Florida 34232**

Signature: L. J. Nicol

Name: **Linda Nicol**

Title: **President**

Date: **07/01/04**

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Acceptance of appointment as
Registered Agent for

PINNACLE ASSOCIATES, INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's 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.

Signature: L. J. Nicol

Name: **Linda Nicol**

Title: **President**

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