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Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 222-9428

FLORIDA PROFIT CORPORATION OR P.A.

Captiva Acquisition Corp.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
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10/28/04

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:
CAPTIVA ACQUISITION CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:
12973 S.W. 112th Street
184
Miami, FL 33186

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

The purpose of the Corporation is to engage in any and all lawful activity for which corporations may be organized under the Florida Business Corporation Law.

ARTICLE IV SHARES

The number of shares of stock is:

100 shares of Common Stock, \$.01 per share, par value

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

Jack Donahue, President
The Omni Building
333 Earle Ovington Boulevard, Suite 210
Uniondale, NY 11553

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

CT Corporation System
c/o C T Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Maxine M. DiRenzo
Eckert Seamans Cherin & Mellott, LLC
1515 Market Street, 9th Floor
Philadelphia, PA 19102

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

Connie Bryan
Signature/Registered Agent

10/27/04
Date

[Signature]
Signature/Incorporator

10/26/04
Date