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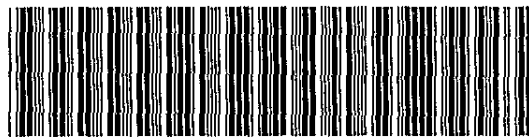
(Business Entity Name)

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2-1-05

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Pen 2-11-05

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Fairchild Partners, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: Nicolas J. Watkins, P.A.
Name (Printed or typed)

501 Brickell Key Drive, Suite 504
Address

Miami, Florida 33131
City, State & Zip

(305) 377-1274
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

EFFECTIVE DATE

2-1-05

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DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION
OF
FAIRCHILD PARTNERS, INC.**

In compliance with the requirements of Chapter 607, Florida Statutes, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

Article I: Name

The name of the corporation is Fairchild Partners, Inc. (the "Corporation").

Article II: Address

The mailing address of the initial principal office of the Corporation is 501 Brickell Key Drive, Suite 504, Miami, Florida 33131.

Article III: Corporate Existence

These Articles of Incorporation are effective, and the corporate existence shall begin as of February 1, 2005.

Article IV: Board of Directors

The initial board of directors shall consist of one (1) member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The election of directors shall be done in accordance with the bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Article V: Capital Stock

The maximum number of shares this Corporation is authorized to issue is 1000 shares, par value \$1.00 per share, all of which shall be Common Shares.

Article VI: Incorporator

The name and address of the incorporator is:

Nicolas J. Watkins, Esq.
Howe, Robinson & Watkins, LLP
Courvoisier Centre I,
501 Brickell Key Drive, Suite 504,
Miami, Florida 33131

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DIVISION OF CORPORATIONS

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Article VII: Registered Agent

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

Nicolas J. Watkins, Esq.
Howe, Robinson & Watkins, LLP
Courvoisier Centre I,
501 Brickell Key Drive, Suite 504,
Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation as of February 1, 2005.



Nicolas J. Watkins

ACCEPTANCE OF REGISTERED AGENT

I hereby agree to act as registered agent to accept service of process for Fairchild Partners, Inc. at the address designated in the Articles of Incorporation. I hereby agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Nicolas J. Watkins

Dated: February 1, 2005