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FLORIDA PROFIT CORPORATION OR P.A.

Cinven, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CINVEN, INC.**

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "**Corporation**") under the Florida Business Corporation Act (the "**Act**"), as follows:

I.
Name

The name of the Corporation is **CINVEN, Inc.**

II.
Term of Existence

The Corporation's existence commences on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida. The Corporation will have perpetual existence thereafter.

III.
Principal Office

The principal office and mailing address of the Corporation is 2100 S. Ocean Boulevard, Apt. S101, Palm Beach, Florida 33480.

IV.
Capital Stock

The Corporation is authorized to issue 1,000 shares of $1.00 par value common stock, which will be designated Common Stock.

V.
Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is c/o CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324 and the name of its initial registered agent at such address is CT Corporation System.

VI.
Directors

The Corporation will have 1 director initially. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, but the Corporation will always have at least 1 director.

VII.
Incorporator

The name and address of the incorporator signing these Articles of Incorporation are:

Name	**Address**
Andrew L. McIntosh	DLA Piper Rudnick Gray Cary US LLP 101 E. Kennedy Blvd., Suite 2000 Tampa, Florida 33602

VIII.
Bylaws

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

IX.
Indemnification

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

X.
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on May 18, 2005.

Andrew L. McIntosh, Incorporator

~BAL:[illegible]

ACCEPTANCE BY REGISTERED AGENT

I accept the appointment as Registered Agent of the Corporation to accept service of process on its behalf, at the place designated in these Articles of Incorporation. I am familiar with, and accept, the obligations of my position as registered agent as provided for in the Act.

Dated: May 19th, 2005.

Connie Bryan Special Asst. Sec.

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TALLAHASSEE, FLORIDA

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