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To:

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

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Hickey Collins & Beach, Chartered

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6/30/05

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Hickey Collins & Beach, Chartered

The Corporation is being formed for the practice of accounting and all other activities permitted under applicable law.

Article II. Address

The Corporation's mailing address is:
Hickey Collins & Beach, Chartered
P.O. Box 6370
Vero Beach FL 32961-6370

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Joseph L. Hickey
655 21st Street, Suite 200
Vero Beach FL 32960

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Joseph L. Hickey
Timothy Collins
Ralph E. Beach III

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The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. 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.

Joseph Kulunas, Esq. | FL Bar Member
Fox Rothschild LLP
250 Australian Avenue South, Suite 1100
West Palm Beach FL 33401
561-835-9600

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Joseph Kulunas, Esq.
250 Australian Avenue South, Suite 1100
West Palm Beach FL 33401

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 28, 2005.

The undersigned incorporator executed these Articles of Incorporation on June 28, 2005.

Angela E. Howard
JOSEPH KULUNAS, ESQ.
by A.E. Howard as attorney-in-fact

Joseph Kulunas, Esq. | FL Bar Member
Fox Rothschild LLP
250 Australian Avenue South, Suite 1100
West Palm Beach FL 33401
561-835-9600

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Hickey Collins & Beach, Chartered

REGISTERED AGENT/OFFICE:

Joseph L. Hickey
655 21st Street, Suite 200
Vero Beach FL 32960

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TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I 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.

Angela E. Howard
JOSEPH L. HICKEY

by A.E. Howard as attorney-in-fact

Date: 6/28/2005.

Joseph Kulunas, Esq. | FL Bar Member
Fox Rothschild LLP
250 Australian Avenue South, Suite 1100
West Palm Beach FL 33401
561-835-9600

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