



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 164138 80690A

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : June 8, 2006

ORDER TIME : 9:43 AM

ORDER NO. : 164138-005

CUSTOMER NO: 80690A

DOMESTIC FILING

NAME: ANNUITY CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 2933

EXAMINER'S INITIALS: _____

FILED

2006 JUN -8 PM 12: 30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ANNUITY CORP.

ARTICLE I - NAME

The name of this corporation is:

Annuity Corp.

ARTICLE II - PURPOSE

This corporation shall engage in any activity or business permitted under the laws of the United States or of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is **1,000** shares of common stock having a nominal or par value of **\$1.00** per share; all shares shall be paid in lawful money of the United States of America or in property, labor or services; where said stock is paid for by property, labor or services, the just value thereof shall be fixed by the Board of Directors of the corporation in the manner provided for by the laws of the State of Florida.

ARTICLE IV - DURATION

This corporation is to exist perpetually.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2800 Ponce De Leon Boulevard, Suite 1125, Coral Gables, Florida 33134, and the name of the initial registered agent of this corporation at that address is ROBERT G. BREIER.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

Todd Brandon

217 Aragon Avenue

Coral Gables, Florida 33134

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator is:

Robert G. Breier

2800 Ponce De Leon Boulevard, Suite 1125,

Coral Gables, Florida 33134

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - INITIAL CORPORATION ADDRESS

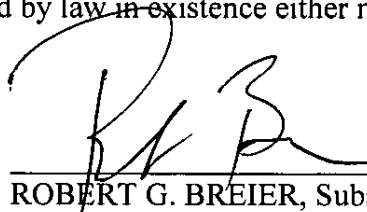
The initial office address of the corporation is:

217 Aragon Avenue

Coral Gables, Florida 33134

ARTICLE XI - INDEMNIFICATION

This corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

A handwritten signature in black ink, appearing to be 'R G Breier', is written over a horizontal line.

ROBERT G. BREIER, Subscriber

Having been named to accept service of process for the above named corporation, at place designated in these Articles, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

By: 

ROBERT G. BREIER