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Division of Corporations  
Fax Number : (850) 617-6381

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Account Name : C T CORPORATION SYSTEM  
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FLORIDA PROFIT/NON PROFIT CORPORATION

NMS Services, Inc.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 0       |
| Page Count            | 04      |
| Estimated Charge      | \$70.00 |

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10/9/2007

**ARTICLES OF INCORPORATION  
OF  
NMS SERVICES, INC.**

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation is NMS Services, Inc. (hereinafter called the "Corporation").

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is:

708 Third Avenue, Suite 2500  
New York, New York 10017

**ARTICLE III  
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is Three Thousand (3,000) shares, \$0.01 par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE IV  
INITIAL DIRECTORS**

The Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws. The name and street address of the initial directors of the Corporation is as follows:

| <u>Name</u>    | <u>Street Address</u>                                    |
|----------------|--|
| John Troiano   | 708 Third Avenue, Suite 2500<br>New York, New York 10017 |
| Andrew Marolda | 708 Third Avenue, Suite 2500<br>New York, New York 10017 |

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**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is: 1200 South Pine Island Road, Plantation, Florida 33324 . The name of the Corporation's initial registered agent at that address is: CT Corporation System.

**ARTICLE VI**  
**INCORPORATOR**

The name and street address of the Incorporator of the Corporation is: David Birke, 200 S. Biscayne Boulevard, Suite 4900, Miami, Florida 33131.

**ARTICLE VII**  
**INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 5th day of October 2007.

  
David Birke, Incorporator

**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's Articles of Incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this  
5th day of October 2007.

*Anthony LiCausi*  
\_\_\_\_\_  
Registered Agent

*Anthony LiCausi*  
Vice President

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