

Document Number Only

P 95 0000 444 05

CF CORPORATION SYSTEM

Requestor's Name

660 EAST JEFFERSON STREET

Address

TALLAHASSEE FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

- 1995 JUN - 6 PM 3:52
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- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fict. Filing |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> CUS | |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> Pick Up |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | |
| <input type="checkbox"/> Mail Out | | |

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495-11485

OFFICE JUN 9 1995



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 6, 1995

CT

TALLAHASSEE, FL

SUBJECT: TREP, INC.
Ref. Number: W95000011485

*With 20 6/9/95
Will-Wait 3.00*

*Please check date
to 6/6/95*

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TALLAHASSEE, FL
SECRETARY OF STATE

We have received your document for TREP, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 195A00027797

ARTICLES OF INCORPORATION
OF

TREP MANAGEMENT, INC.

A Corporation Organized Under the
Florida Business Corporation Act

FILED
1975 JUN -6 PM 3:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is TREP MANAGEMENT, INC. (the "Corporation").

ARTICLE II

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The street address of the initial principal office of the Corporation is 284 South Beach Road, Hobe Sound, Florida 33455, and the mailing address of the Corporation is P.O. Box 2066, Hobe Sound, Florida 33455.

ARTICLE IV

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

ARTICLE V

The total number of shares of capital stock which the Corporation shall have authority to issue is 1,000 shares of the par value of \$1.00 per share. All such shares shall be of one class and shall be designated Common Stock.

ARTICLE VI

The name and mailing address of the sole incorporator are as follows:

<u>Name</u>	<u>Address</u>
Steven R. Rutkovsky	Cravath, Swaine & Moore Worldwide Plaza 825 Eighth Avenue New York, NY 10019

ARTICLE VII

Subject to Article VIII, the Corporation reserves the right to amend, alter, change or repeal any provision contained in this Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation. The Board of Directors may from time adopt, amend or repeal the By-Laws of the Corporation, subject to the power of the stockholders of the Corporation to amend or repeal any such By-Laws.

ARTICLE VIII

To the fullest extent permitted by the Florida Business Corporation Act as it exists on the date hereof or as it may hereafter be amended, a director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. No amendment to or repeal of this Article VIII shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

IN WITNESS WHEREOF, I, Steven R. Rutkovsky, the sole incorporator of TREP Inc., have executed these Articles of Incorporation on the 2nd day of June, 1995.



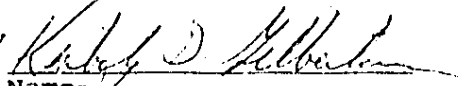
Steven R. Rutkovsky
Sole Incorporator

CT Corporation System is familiar with and accepts
the obligations provided for in Section 607.0505 of the
Florida Business Corporations Act.

Dated: June 2, 1995

CT CORPORATION SYSTEM,

by



Name
Title

Kimberly D. Gilbertson

Assistant Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA