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ACCOUNT NO. : 0721000000032 S 30 95 REFERENCE: 672424 5318A AUTHORIZATION : COST LIMIT : 9 PRE-PAID ORDER DATE: August 31, 1995 ORDER TIME : 9:43 AM ORDER NO. : 672424 CUSTOMER NO: 53184 Barbara Williams, Legal Asst BUSH ROSS GARDNER WARREN & CHSTONER RUDY 220 South Franklin Street Tompa, FL 33602 DOMESTIC FILING ****** DATE AUG. 30, 1995************** NAME: DUNHALL PARTNERS, INC.

ARTICLES OF INCORPORATION

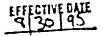
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Melissa L. Mears
EXAMINER'S INITIALS:

SAB 6/31/95



ARTICLES OF INCORPORATION OF DUNHALL PARTNERS, INC.

The undersigned, acting as incorporator of the captioned corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE 1

Corporate Name and Principal Office

The name of this corporation is DUNHALL PARTNERS, INC. and its principal office and mailing address is 1040 Bayview Drive, Suite 420, Ft. Lauderdale, Florida, 33304.

ARTICLE II

Commencement of Corporate Existence

The corporation shall come into existence on August 30, 1995.

ARTICLE III

General Nature of Business

The corporation may transact any lawful business for which corporations may be incorporated under Florida law.

ARTICLE IY

Capital Stock

The aggregate number of shares of stock authorized to be issued by this corporation shall be 7,500 shares of common stock, each with a par value of \$.001. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the corporation upon liquidation or dissolution.

ARTICLE Y

Initial Registered Office and Agent

The street address of the initial registered office of the corporation shall be 220 South Franklin Street, Tampa, Florida, 33602, and the initial registered agent of the corporation at such address is John N. Giordano.

ARTICLE VI

Incorporator

The name and address of the corporation's incorporator is:

Name

Address

Barbara W. Williams

220 South Franklin Street Tampa, Florida 33602 ARTICLE YII

By-Laws

The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested

in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the

corporation.

ARTICLE VIII

Indemnification

If in the judgment of a majority of the entire Board of Directors, (excluding from such

majority any director under consideration for indemnification), the criteria set forth in

§607.0850(1) or (2), Florida Statutes, as then in effect, have been met, then the corporation shall

indemnify any director, officer, employee or agent thereof, whether current or former, together

with his or her personal representatives, devisees or heirs, in the manner and to the extent

contemplated by §607.0850, as then in effect, or by any successor law thereto.

IN WITNESS WHEREOF, the undersigned has executed these Articles this 30th day of

August, 1995.

Barbara W. Williams

Incorporator

81360.01

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CERTIFICATE DESIGNATING REGISTERED_AGENT

Pursuant to the provisions of §§48.091 and 607.0501, Florida Statutes, DUNHALL PARTNERS, INC., desiring to organize under the laws of the State of Florida, hereby designates John N. Giordano, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 220 South Franklin Street, Tampa, Florida 33602, the business office of its Registered Agent, as its Registered Office.

DUNHALL PARTNERS, INC.

Barbara W. Williams
Incorporator

ACKNOWLEDGMENT

I hereby accept my appointment as Registered Agent of the above named corporation, acknowledge that I am familiar with and accept the obligations imposed by Florida law upon that position, and agree to act as such in accordance with the provisions of §§48.091 and 607.0505, Florida Statutes.

John N. Giordano

81360.01