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FLORIDA DEPARTMENT OF STATE Sandra B. Morthum Secretary of State

April 16, 1996

C T CORPORATION SYSTEM 660 E. JEFFERSON ST. TALLAHASSEE, FL 32301

SUBJECT: PNC BROKERAGE SERVICE CORP.

Ref. Number: W96000008220

We have received your document for PNC BROKERAGE SERVICE CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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) 487-6926.

Letter Number: 296A00017684

Sheldon Bream Document Specialist

STATE OF FLORIDA

ARTICLES OF INCORPORATION

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OF

PNC BROKERAGE SERVICE CORP.

First: The Corporate name that satisfies the requirements of Section 607.0401 is:

PNC Brokerage Service Corp.

Second: The street address of the initial principal office and, if different, the mailing address of the Corporation is:

590 Beachland Boulevard Vero Beach, Florida 32963

Third: The total number of shares of stock which the Corporation is authorized to issue is:

1,000 shares of common stock having a par value of \$1.00 per share.

Fourth: No preemptive rights will be granted to holders to shares of stock of the Corporation.

Fifth: The Board of Directors shall have the power and authority to conduct the business and affairs of the Corporation to the full extent authorized by law, and may delegate all such powers, in its sold discretion, to any committee of the Board of Directors or to any officers of the Corporation.

Sixth: The street address of the initial registered office of the Corporation is 590 Beachland Boulevard, Vero Beach, Florida 32963, and the name of its initial registered agent is C T Corporation System, 1200 South Pine Island Road, Plantation, FL 33324.

Seventh: The name and address of each incorporator is:

Victor M. DiBattista PNC Bank Corp. One PNC Plaza 249 Fifth Avenue Pittsburgh, PA 15222-2707 The undersigned has executed these Articles of Incorporation this 1st day of April, 1996.

Acceptance by the registered agent as required in Section 607.0501 (3) F.S.: CT Corporation System is familiar with and accepts the obligations provided for in Section 607.0505.

C T Corporation System

Dated April 1, 1996

CONNIE BRYAN SPECIAL ASSISTANT SECRETARY

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