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DEPARTMENT OF STATE

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904) 922-4000

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

CONTACT: PHONE: EXX: (407)394-0500

STAR COMPANIES INC. DOCUMENT TYPE: (305) 427-4303 FLORIDA PROFIT CORPORATION OR P.A.

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 12, 1996

HODGSON RUSS ANDREWS

BOCA RATON, FL

SUBJECT: STAR COMPANIES, INC.

REF: W96000016834

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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HODGSON RUSS ANDREWS WOODS & GOODYEARILE ATTURNEYS AT LAW

August 13, 1996

VIA TELECOPY

Becretary of State 409 E. Gaines Street Tallahassee, Florida 32302

Dear Sir:

RE: Star Management Inc.

Enclosed are the Articles of Incorporation for Star Management Inc. Please charge our account and forward a certified copy to the undersigned.

If you have any questions, please call 1-800-331-1025.

Very truly yours,

Mary Fritze Legal Assistant

Attachment

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2000 Claim Road Albuny
Suite 400
Buca Raton, FL 33431-8399 Refinite
561-394-0300 BOCA RATUN New York
561-736-2177 PALM BUALLI Rockester
954-764-2440 BROWARD Mississenge
FARI 561-394-3862 (Toronto)
FMAILL bocalaw@hodgson-fla.ccmeil.compuserve.com

James A. Porter, RA. Of Change)

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Lawrenco P. Buyer C.C. Conshan, RA.

Larry Compan, RA.

Kovin K. Ruse

Anthony L. Dutton, P.A. Anthony L. Dutton, P.A. Richard A. Gorta, P.A. Michael H. Gera, P.A. James M. Hankine, P.A. Paul B. Roman Thomas H. Slinoy, P.A.

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ARTICLES OF INCORPORATION

OE.

STAR MANAGEMENT INC.

ARTICLE I

NAME_

The name of this corporation is: STAR MANAGEMENT INC.

ARTICLE II

COMMENCEMENT OF CORPORATE EXTERENCE

The existence of the Corporation shall commence at the time and date of filing of these Articles by the Department of State of the State of Florida.

ARTICLE III

PURPOSE_

The Corporation is organized for the purpose of the transaction of any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV

CAPITAL SHARES

The number of shares that the Corporation is authorized to have outstanding at any time is 5,000 common shares of the par value of \$1.00 each.

THIS INSTRUMENT PREPARED BY:
Anthony L. Dutton, Esq.
Hodgson, Russ, Andrews, Woods & Goodyear, LLP
2000 Glades Road, Suite 400
Boca Raton, Florida 33431
Telephone: (407) 394-0500
Florida Bar No. 268046
H96000011155

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ARTICLE VI

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 2000 Glades Road, Suite 400, Boca Raton, Florida 33431; and the name of the initial registered agent of the Corporation is HRAWG Corp.

ARTICLE VII

PRINCIPAL OFFICE/MAILING ADDRESS OF THE CORPORATION

The principal office/mailing address of the Corporation

2000 Glades Road, Suite 400 Boca Raton, Florida 33431

ARTICLE VIII

INCORPORATOR

The name and street address of the Incorporator of the Corporation is:

Anthony L. Dutton 2000 Glades Road, Suite 400 Boca Raton, Florida 33431

IN WITNESS WHEREOF, I have made and executed these Articles of Incorporation this 12-16 day of August 1996.

Anthony L. Dutton, Incorporator

H96000011155

CERTIFICATE OF DESIGNATION

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been appointed as registered agent and to accept nervice of process for the above-named Corporation at the place described in the foregoing Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. Further, it agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and states that it is familiar with and accepts the obligations of its position as registered agent.

HRAWG Corp.

DV.

Cormac C. Conahan, Vice President

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SECRETARY OF STATE
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