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9/11/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.

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NAME: CORNWELL, INC.

AUDIT NUMBER.....H96000012700

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION

H96-12700

of CORNWELL, INC.a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.Article 1: Name of the Corporation: CORNWELL, INC.Address of the Corporation: 5098 23rd COURT, S.W.
NAPLES, FLORIDA 34116

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000,000.PAR VALUE none (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

5098 23rd COURT, S.W., NAPLES, FLORIDA 34116and the name of the initial registered agent at such address is THOMAS L. CORNWELL, II

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation.

Signature of Registered Agent

THOMAS L. CORNWELL, II

9/10/96

Date

Article 6: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after this first are additional directors)

1. THOMAS L. CORNWELL, IIMELISSA J. CORNWELL5098 23rd COURT SOUTHWEST5098 23rd COURT SOUTHWESTNAPLES, FLORIDA 34116NAPLES, FLORIDA 34116

Article 7: The Name and address of the incorporator is:

THOMAS L. CORNWELL, II5098 23rd COURT SOUTHWESTNAPLES, FLORIDA 34116

In witness whereof I have subscribed my name.

Signature of Incorporator

THOMAS L. CORNWELL, II

PREPARED BY:
ace INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33136
305-358-2571

H96-12700