

12/06/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.
CONTACT: JOHNNY C RODRIQUEZ
PHONE: (305)672-0686

ACCT#: 073171003004

FAX #: (305)672-9110

NAME: PRIDEMORE INC.

AUDIT NUMBER.....H96000017195

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

CERT. OF STATUS..1

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**Articles of Incorporation
of
Pridemore Inc.**

Article I. Name

The name of this Florida corporation is:
Pridemore Inc.

Article II. Address

The mailing address of the Corporation is:
Pridemore Inc.
1696 Old Okeechobee Road, Suite 3F
West Palm Beach FL 33409

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share..

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:
Joseph Considine
Daves Whalen McHale & Considine, L.C.
301 Clematis Street, Suite 200
West Palm Beach FL 33401

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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Joseph M. Considine FL Bar Member 362158
Daves Whalen McHale & Considine, L.C.
301 Clematis Street, Suite 200
West Palm Beach FL 33401
407-655-1200 • Fax 407-655-2422

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

The name of each initial member of the Corporation's Board of Directors is:

Joseph Considine

Article VI. Incorporator

The name and address of the incorporator is:

Joseph M. Considine
Daves Whalen McHale & Considine, L.C.
301 Clematis Street, Suite 200
West Palm Beach FL 33401

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective December 6, 1996

The undersigned incorporator executed these Articles of Incorporation on
December 6, 1996



JOSEPH M. CONSIDINE
by L.A. Uriarte as attorney-in-fact

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Joseph M. Considine FL Bar Member 362158
Daves Whalen McHale & Considine, L.C.
301 Clematis Street, Suite 200
West Palm Beach FL 33401
407-855-1200 • Fax 407-855-2422

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**Certificate of Designation
Registered Agent and Registered Office**

CORPORATION:
Pridemore Inc.

REGISTERED AGENT:
Joseph Considine
Daves Whalen McHale & Considine, L.C.
301 Clematis Street, Suite 200
West Palm Beach FL 33401

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



JOSEPH CONSIDINE
by L.A. Uriarte as attorney-in-fact

Date: 12/6/96

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West Palm Beach FL 33401
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