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12/18/96

**FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

**FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571**

ACCT#: 070744001530

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**NAME: PALM BEACH ORF INC.
AUDIT NUMBER.....H96000017707
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 1
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*Pam Friedman
12/20/96*

H96-17707

ARTICLES OF INCORPORATION

of PALM BEACH OXF INC.
a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: PALM BEACH OXF INC.
Address of the Corporation: 15304 TALL OAK AVENUE
DELRAY BEACH, FLORIDA 33446

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.
PAR VALUE \$1.00 (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:
15304 TALL OAK AVENUE, DELRAY BEACH, FLORIDA 33446
and the name of the initial registered agent at such address is DAVID STEGEMAN

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


Signature of Registered Agent
DAVID STEGEMAN
Date 12/16/96

Article 6: The board of directors are as follows:

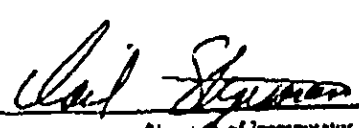
The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. DAVID STEGEMAN MELISSA STEGEMAN
15304 TALL OAK AVENUE 15304 TALL OAK AVENUE
DELRAY BEACH, FLORIDA 33446 DELRAY BEACH, FLORIDA 33446

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

DAVID STEGEMAN
15304 TALL OAK AVENUE
DELRAY BEACH, FLORIDA 33446

In witness whereof I have subscribed my name


Signature of Incorporator
DAVID STEGEMAN

Prepared by:
ACE INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2671

H910-17707