

**ARTICLES OF INCORPORATION
OF
PRISCILLA, INC.**

FILED
97 MAR 27 PM 12:25
SUNSHINE STATE
HALL, TALLAHASSEE, FLORIDA

ARTICLE I.
CORPORATE NAME

The name of the corporation is: **PRISCILLA, INC.**

ARTICLE II.
NATURE OF CORPORATE BUSINESS

The corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III.
CAPITAL STOCK

The corporation is authorized to issue and have outstanding at any one time an aggregate number of 1,000 of one class of common stock having a par value of ONE (\$1.00) DOLLAR per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.
PREEMPTIVE RIGHTS

Shareholders of corporation shall have preemptive rights.

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ARTICLE V.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The corporation's initial Registered Agent and Registered Office in the State of Florida is:

William D. Bailey, Jr.
8300 Biscayne Blvd.
Miami, Florida 33138

INITIAL REGISTERED AGENT: William D. Bailey, Jr.
INITIAL REGISTERED OFFICE: 8300 Biscayne Blvd.
Miami, Florida 33138

INITIAL PRINCIPAL OFFICE OF CORPORATION: 8300 Biscayne Blvd.
Miami, Florida 33138

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT:

Having been named Initial Registered Agent to accept service of process on the corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.



William D. Bailey, Jr.
REGISTERED AGENT

ARTICLE VI.

INITIAL DIRECTORS

The name and address of the initial Board of Directors are:

William D. Bailey, Jr.
8300 Biscayne Blvd.
Miami, Florida 33138

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NOTARY PUBLIC STATE OF FLORIDA

ARTICLE VIII.

INCORPORATOR

The name and address of the INCORPORATOR executing these Articles of Incorporation is:

William D. Bailey, Jr.
8300 Biscayne Blvd.
Miami, Florida 33133

William D Bailey Jr
William D. Bailey, Jr.

STATE OF FLORIDA)
COUNTY OF DADE) SS

BEFORE ME, personally appeared William D. Bailey, Jr. to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed, who is personally known to me or who did produce as identification: personally known

WITNESS my hand and official seal in the County and State named above this 26th day of March, 1997.

Robert Kahn
NOTARY PUBLIC, State of Florida at Large
Printed Name:

My commission expires:

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ROBERT KAHN
Commission C0383024
Expires Jun. 10, 1998
Issued by HAI
License #422-1555