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		Nancy Hurd	
•	Tallahassee, FL 32302	224-1585	
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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	1. PEARCE	Y-CAM (Corpo	ERON OF F	ORIDA, INC. (Document #)		
	2. (Corporation Name)		(Do	ocument #)	500002207195 0 -06/10/9701033014 ****122.50 ****122.50	
	3.	(Corpo	ration Name)	(Do	cument #)	
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CR2E03	1(1/95)					Examiner's Initials

ARTICLES OF INCORPORATION OF PEARCEY-CAMERON OF FLORIDA, INC.

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is Pearcey-Cameron of Florida, Inc.

ARTICLE II **Initial Principal Office and Mailing Address**

The Corporation's initial principal office and mailing address is 1314 6th Street, West Palm Beach, Florida 33401.

ARTICLE III **Shares**

The corporation shall have authority to issue 10,000 common shares with a par value of \$1.00 per share.

ARTICLE IV Initial Registered Agent and Office

The street address of its initial registered office is 1314 6th Street. West Palm Beach. Florida 33401, and the name of its initial registered agent at that address is Roderick K. Pearcey.

ARTICLE V **Incorporator**

The name and address of the incorporator are:

<u>Name</u>

Address

Roderick K. Pearcey

1314 6th Street

West Palm Beach, Florida 33401

ARTICLE VI Initial Directors

The corporation initially shall have two directors, whose names and addresses are:

<u>Name</u>

<u>Address</u>

Roderick K. Pearcey

1314 6th Street

West Palm Beach, Florida 33401

Walter E. Pearcey

1325 Avenue of the Americas

Thirty-First Floor

New York, New York 10019

Dated this f day of June 1997.

oderick K. Peara Roderick K. Pearcey, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.

Dated this 2 day of June 1997.

Roderick K. Pearcey, Registered Agent