

06/24/97 TUE 15:17 FAX

001

P97000055655

6/24/97

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

2:29 PM

((H97000010370 9)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036  
CONTACT: KYLE L WHITE  
PHONE: (407)843-4600 FAX #: (407)843-4444

NAME: EMPIRE MANAGEMENT COMPANY

AUDIT NUMBER.....H97000010370

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

CERT. OF STATUS..0 PAGES..... 2

CERT. COPIES.....1 DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

CLIENT: 099994  
Empire Management Company

MATTER: 45081  
ATTORNEY: 181

FILED  
97 JUN 24 PM 4 20  
SECH. 1000010370  
TALLAHASSEE, FLORIDA

BC 6/24

H97000010370

ARTICLES OF INCORPORATION  
OF  
EMPIRE MANAGEMENT COMPANY

FILED  
97 JUN 24 PM 4:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is EMPIRE MANAGEMENT COMPANY.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation is 223 Wilmington West Chester Pike, Chadds Ford, PA 19317, and the mailing address of the Corporation shall be P.O. Box 467, Concordville, Pennsylvania 19331-0467.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue ONE HUNDRED SHARES (100) shares of ONE AND NO/100 DOLLAR (\$1.00) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 North Eola Drive, Orlando, Florida 32901, and the name of the initial registered agent of this corporation at that address is James Balletta, Esquire.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The name and address of the initial director are as follows:

Thomas V. Spano

223 Wilmington West Chester Pike  
Chadds Ford, PA 19317

This document was prepared by:

JAMES BALLETTA, ESQ.

Florida Bar Number: 0443050  
Lowndes, Droadick, Doster, Kantor & Reed, P.A.  
P. O. Box 2809  
Orlando, Florida 32802-2809  
(407) 843-4600

H97000010370

B97000010370

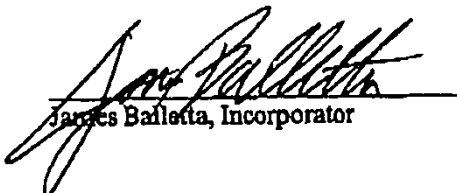
ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

James Balletta

215 North Eola Drive  
Orlando, FL 32801

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of  
Incorporation this 24 day of June, 1997.

  
James Balletta, Incorporator

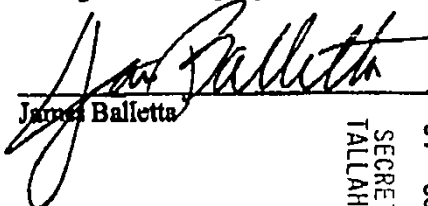
ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of Empire Management  
Company.

  
James Balletta

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by virtue  
of the undersigned acting as Incorporator of Empire Management Company.

  
James Balletta

FILED  
97 JUN 24 PM 4:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B97000010370