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FILED

97 OCT 10 AM 9:30

11911 US Highway One
Suite 201

North Palm Beach, FL 33408

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 3, 1997

Florida Department of State
Division of Corporation
P. O. Box 6327
Tallahassee, FL 32314

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-10/10/97--01043--020
****122.50 ****122.50

RE: PFR CORP

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Sincerely,



C. William Hall

PFR CORP

MAILING ADDRESS OF CORPORATION

11911 US Highway One, Suite 201
North Palm Beach, Florida 33408
Phone: (561) 691 - 3333

D. Hall

OCT 13 1997

ARTICLES OF INCORPORATION

of

P F R CORP

(name of corporation)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - CORPORATE NAME

The name of the corporation is:

P F R CORP

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS		
11911 US Highway One, Suite 201		
CITY	North Palm Beach	FLORIDA
		ZIP 33408

Mailing address, if different

STREET ADDRESS		
P.O. Box 14321		
CITY	North Palm Beach	FLORIDA
		ZIP 33408

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	C. William Hall		
ADDRESS	11911 US Highway One, Suite 201		
CITY	North Palm Beach	FLORIDA	ZIP 33408

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 (one) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	C. William Hall		
ADDRESS	11911 US Highway One, #201		
CITY	North Palm Beach	STATE	Florida
		ZIP	33408
NAME			
ADDRESS			
CITY		STATE	
		ZIP	
NAME			
ADDRESS			
CITY		STATE	
		ZIP	

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	C. William Hall		
ADDRESS	11911 US Highway One, #201		
CITY	NorthPalm Beach	STATE	Florida
		ZIP	33408
NAME			
ADDRESS			
CITY		STATE	
		ZIP	
NAME			
ADDRESS			
CITY		STATE	
		ZIP	

The undersigned incorporator(s) have executed these Articles of Incorporation this _____ day of _____, 19____.

C. William Hall (Signature)

_____ (Signature)

_____ (Signature)

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P F R CORP

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 11911 US Highway One, Suite 201

North Palm Beach, FL 33408

has named C. William Hall

located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 obligations of my position as registered agent.


(Signature)

8/14/97
(Date)