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THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 609261 7114066

AUTHORIZATION : Patricia P... 08

COST LIMIT : \$ 70.00

ORDER DATE : November 21, 1997

ORDER TIME : 11:51 AM

ORDER NO. : 609261-005

600002354866--6

CUSTOMER NO: 7114066

CUSTOMER: Mr. David. Needle MR. DAVID NEEDLE

#150 580 Village Boulevard West Palm Beach, FL 33409

DOMESTIC FILING

NAME: 4290 PARTNERS INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

RECEIVED 97 NOV 21 PM 3:35 DIVISION OF CORPORATION

FILED 97 NOV 21 AM 8:12 SECRETARY OF STATE TALLAHASSEE, FLORIDA

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FILED

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ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

4290 PARTNERS INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

4290 PARTNERS INC.

The address of the principal office of this corporation shall be 580 Village Boulevard, #150, West Palm Beach, Florida 33409, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 200 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

David Needle Dir.	580 Village Boulevard, #150 West Palm Beach, Florida 33409
Robert Needle Dir.	580 Village Boulevard, #150, West Palm Beach, Florida 33409

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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator, Florida  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

these Articles of Incorporation:

Corporate Agents, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

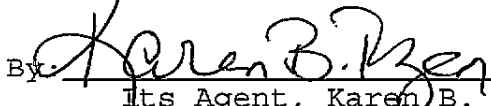
The undersigned incorporator has executed these  
Articles of Incorporation on November 21, 1997.



Its Agent, Karen B. Rozar  
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware  
corporation authorized to transact business in this  
State, having a business office identical with the  
registered office of the corporation named above, and  
having been designated as the Registered Agent in the  
above and foregoing Articles, is familiar with and  
accepts the obligations of the position of Registered  
Agent under Section 607.0505, Florida Statutes.

By: 

Its Agent, Karen B. Rozar

Authorized Service Representative  
Corporation Service Company

JKG