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ACCOUNT NO. : 072100000032

REFERENCE : 646953 4383491

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 23, 1997

ORDER TIME : 10:34 AM

ORDER NO. : 646953-005

CUSTOMER NO: 4383491

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-12/23/97-01071-015
****122.50 ****122.50

CUSTOMER: Timothy H. Kenney, Esq
TIMOTHY H. KENNEY, ESQ

189 Bradley Place

Palm Beach, FL 33480

DOMESTIC FILING

NAME: ROSEMARY INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 23 PM 1:36
RECEIVED
97 DEC 23 AM 11:40
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
ROSEMARY INVESTMENTS, INC.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
91 DEC 23 PM 1:36

ARTICLE I. NAME

The name of this corporation shall be ROSEMARY INVESTMENTS, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of State, State of Florida. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 100 par value shares of common capital stock, each share having a par value of \$1.00.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be two. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of the individual who shall serve as a member of the Initial Board Of Directors is:

TIMOTHY H. KENNEY
189 Bradley Place
Palm Beach, FL 33480

ARTICLE VI. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VII. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office shall be:

189 Bradley Place
Palm Beach, FL 33480

The name and address of the individual who shall serve as this corporation's initial registered agent shall be:

TIMOTHY H. KENNEY
189 Bradley Place
Palm Beach, FL 33480.

ARTICLE VIII. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is:

TIMOTHY H. KENNEY
189 Bradley Place
Palm Beach, FL 33480

ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.



TIMOTHY H. KENNEY, Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of ROSEMARY INVESTMENTS, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for ROSEMARY INVESTMENTS, INC.



TIMOTHY H. KENNEY - Registered Agent

State Of Florida

County Of Palm Beach

Articles Of Incorporation Of ROSEMARY INVESTMENTS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 23 PM 1:36

On December 15th, 1997, TIMOTHY H. KENNEY, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of ROSEMARY INVESTMENTS, INC.

Emilie P. Wilson
Notary Public

Emilie P. Wilson
(Notary Public - Printed Or Typed Name)



Commission Expiration Date & Commission Number:

(SEAL)