

7980000576  
STEEL HECTOR & DAVIS LLP  
Requestor's Name

Address

222-2300

City/State/Zip

Phone #

CONTACT: ELIZABETH

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TALLAHASSEE, FLORIDA

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #) 000002404590--8
2. \_\_\_\_\_  
(Corporation Name) (Document #) -01/20/98--01046--036  
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3. \_\_\_\_\_  
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

ARTICLES OF INCORPORATION FOR:  
EXCLAMATION HOLDING COMPANY

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

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**ARTICLES OF INCORPORATION**  
**OF**  
**EXCLAMATION HOLDING COMPANY**

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**ARTICLE I - NAME**

The name of the corporation is Exclamation Holding Company (hereinafter called the "Corporation").

**ARTICLE II - PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

**ARTICLE III - CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

Shares of capital stock of the Corporation that have been issued and subsequently acquired by the Corporation shall constitute issued but not outstanding shares of the same class and series, until canceled or disposed of (whether by resale or otherwise) by the Corporation. If the Board of Directors cancels any such shares, the canceled shares shall constitute authorized and unissued shares of the same class and shall be undesignated as to series.

**ARTICLE IV - INITIAL REGISTERED AGENT**

The street address of the initial registered office of the Corporation is 840 S.W. 81st Avenue North Lauderdale, Florida 33068 and the name of the initial registered agent of the Corporation at that address is Timothy Weeks.

**ARTICLE V - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office and mailing address of the Corporation is 840 S.W. 81st Avenue North Lauderdale, Florida 33068.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

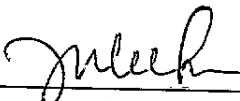
The Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one. The name and address of the initial director of the Corporation is as follows:

Timothy Weeks  
840 S.W. 81st Avenue  
North Lauderdale, Florida 33068

**ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is Timothy Weeks, 840 S.W. 81st Avenue North Lauderdale, Florida 33068.

**IN WITNESS WHEREOF**, the undersigned Incorporator has executed these Articles of Incorporation this 15 day of JANUARY 1998.

  
\_\_\_\_\_  
Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

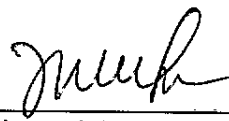
**WITNESSETH:**

That Exclamation Holding Company, desiring to organize under the laws of the State of Florida, has named Timothy Weeks located at 840 S.W. 81st Avenue North Lauderdale, Florida 33068 as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 607.0505, Florida Statutes.

Dated this 15 day of January, 1998.

  
\_\_\_\_\_  
Registered Agent

MIA9801/2561-1

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