

# TCC

THE COMPANY CORPORATION

1313 North Market Street  
Wilmington, DE 19801-1151  
Phone: 302.575.0440  
Fax: 302.575.1346  
Toll Free: 800.542.2677  
www.incorporate.com

# P980000023699

March 5, 1998

Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-03/13/98--01001--018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: HORSMAN BROTHERS, INC.  
P334800CHOHOR

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for HORSMAN BROTHERS, INC.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact our Non Delaware Filings Department with questions regarding the enclosed, (302) 575-0440, Ext. 7003.

Sincerely,



Wendy Snow  
Corporate Service Incorporator

enc.

FILED  
98 MAR 12 PM 3.35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AN 3-12-98

**ARTICLES OF INCORPORATION  
OF  
HORSMAN BROTHERS, INC.**

FILED  
98 MAR 12 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST:** The name of the corporation shall be **HORSMAN BROTHERS, INC.**
- SECOND:** The address of the initial registered office of the corporation is 139 Sunrise Avenue #308, Palm Beach, FL 33480, County of Palm Beach. The name of the registered agent located at said address is Lawrence A.G. Horsman.
- THIRD:** The principal address of the corporation is 139 Sunrise Avenue # 308, Palm Beach, FL 33480.
- FOURTH:** The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.
- FIFTH:** The total authorized stock of this corporation is divided into 10,000 shares common stock at no par value and 10,000 preferred non-voting shares of stock at no par value.
- SIXTH:** The number of directors constituting the initial board of directors is two, and the name(s) and address(es) of who will serve as director(s) until the first annual meeting of shareholders or until the successor(s) is/are as follows:
- David A.E. Horsman 139 Sunrise Avenue #308, Palm Beach,  
FL 33480.  
Lawrence A.G. Horsman 139 Sunrise Avenue #308, Palm  
Beach, FL 33480.
- SEVENTH:** The duration of the corporation is perpetual.
- EIGHT:** This is a Close Corporation.

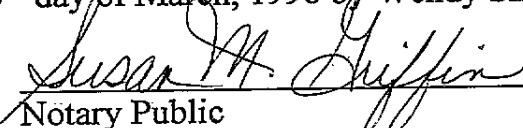
NINTH: The name(s) and address(es) of the person(s) who is to act as incorporator(s) is as follows:

Wendy Snow c/o The Company Corporation  
1313 N. Market Street, Wilmington, DE 19801.

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 3<sup>rd</sup> day of March, 1998.

  
State of Delaware County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 3<sup>rd</sup> day of March, 1998 by Wendy Snow.

  
Notary Public

SUSAN M. GRIFFIN  
NOTARY PUBLIC - STATE OF DELAWARE  
MY COMMISSION EXPIRES OCT. 6, 2000

This document was prepared by Wendy Snow, 1313 N. Market Street, Wilmington, DE 19801. (302) 575-0440.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON PROCESS MAY BE SERVED.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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In compliance with Section 43.091, Florida Statutes, the following is  
submitted:

First, this Horsman Brothers Inc  
desiring to organize under the laws of the State of Florida with its principal  
place of business located in the city of Palm Beach, State of  
Florida, has named Lawrence A. G. HORSMAN located at  
139 Sunrise Ave., #308, Palm Beach  
FL 33480 as its agent for service of  
process within Florida.

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.

Lawrence A. G. Horsman

2/23/98  
Date