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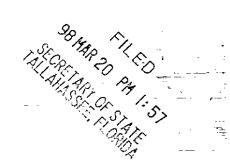
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ARTICLES OF INCORPORATION

OF

EFTA ACQUISITION CORP.



The undersigned does hereby make and execute these Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act:

ARTICLE I

Name

The name of the corporation is:

EFTA Acquisition Corp.

ARTICLE II

Initial Principal Office

The street address of the initial principal office of the corporation shall be:

1025 Thomas Jefferson Street, N.W. Suite 600 West Washington, D.C. 20007

The board of directors of the corporation, or an officer of the corporation acting under the authority of the board of directors, is authorized to change the principal office of the corporation from time to time without amendment to these Articles of Incorporation.

ARTICLE III

Authorized Shares

The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000) shares of common stock. The par value of each such share shall be \$.01 per share.

ARTICLE IV

Registered Office and Agent

The street address of the corporation's initial registered office is:

1200 South Pine Island Road Plantation, FL 33324

The name of the corporation's initial registered agent at that office is CT Corporation System.

ARTICLE V

Incorporator

The name and address of the incorporator are:

Lori C. Ginocchi Morgan, Lewis & Bockius LLP One Oxford Centre, 32nd Floor Pittsburgh, PA 15219

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this // day of March, 1998.

Lori C. Ginocch

Incorporator

Acceptance By Registered Agent

The undersigned hereby accepts the appointment as registered agent of EFTA Acquisition Corp. and agrees to comply with the provisions of the laws of Florida, including section 48.091, Florida Statutes, providing for the keeping open of the registered office for service of process.

The undersigned is familiar with, and accepts, the obligations of the position of registered agent.

Dated: March _________, 1998.

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

CT Corporation System Registered Agent

98 MAR 20 PM 1:57 SECRETARY OF STATE TALLAHASSEE, FLORIDA