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FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
07535000353

ACCT#:

CONTACT: CATHY LEACH
PHONE: (212)431-5000
(212)431-5111

FAX #:

NAME: FANNING ASSOCIATES, INC.

AUDIT NUMBER.....H98000007543

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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ARTICLES OF INCORPORATION
OF

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FANNING ASSOCIATES, INC.


THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is **FANNING ASSOCIATES, INC.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is **1,000** shares, all without par value which shall consist of **500 Shares Class A, Voting Stock and 500 Shares Class B, Non-Voting Stock**
5. The principal address and mailing address of the corporation will be **3505 South Ocean Blvd., Highland Beach, FL 33487** and the name of its initial registered agent at such address is **John Fanning**.
6. The number of directors constituting the initial board of directors is **ONE (1)** and the name and address of each person who is to serve as a member thereof is as follows: **John Fanning, 3505 South Ocean Blvd., Highland Beach, FL 33487**
7. The name and address of the sole incorporator is: **Monica M. Burton, c/o BlumbergExcelsior Corporate Services, Inc., 62 White Street, 2nd Floor, New York, NY 10013**

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: April 20, 1998

BlumbergExcelsior
62 White St
NY, NY 10103
212-431-5000


Monica M. Burton
Sole Incorporator

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ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of **FANNING ASSOCIATES, INC.**, the within named corporation.

Dated: April 20, 1998


John Fanning

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TALLAHASSEE, FLORIDA

BlumbergExcelsior
62 White St
NY, NY 10013
212-431-5000

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