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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: PALMETTO FLEXSPACE, INC.

AUDIT NUMBER...... H98000008799

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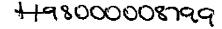
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# ARTICLES OF INCORPORATION

### OF

# PALMETTO FLEXSPACE, INC.

THE UNDERSIGNED incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation ("Articles"):

The name of the corporation is Palmetto FlexSpace, Inc. (the FIRST: "Corporation").

The principal office address and mailing address of the Corporation is: SECOND: 1400 N.W. 107th Avenue, Miami, Florida 33172-2704.

The Corporation is authorized to issue One Thousand (1,000) shares of THIRD: common stock, par value \$.01 per share.

The street address of the initial registered office of the Corporation is: FOURTH: 1400 N.W. 107th Avenue, Miami, Florida 33172-2704, and the registered agent at that address is Joel Levy.

FIFTH:

The name and address of the incorporator of the Corporation is:

Marina Kievsky, Esq. Stroock & Stroock & Lavan LLP 3300 First Union Financial Center 200 South Biscayne Boulevard Miami, FL 33131-2385

The Corporation's purpose is to engage in any lawful activity permitted SIXTH: under the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this Jest day of May, 1998.

THIS INSTRUMENT PREPARED BY: Marina Kievsky, Esq. Florida Bar No. 0091456 Stroock & Stroock & Lavan LLP 3300 First Union Financial Center 200 South Biseayne Boulevard Miami, Florida 33131-2385 (305) 358-9900

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# ACCEPTANCE OF APPOINTMENT

OF

# REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation of Palmetto FlexSpace, Inc. and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

By: New York

98 MAY II AM 9: 45
SECRETARY OF STATE
ANALYSEE FLORING

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THIS INSTRUMENT PREPARED BY:
Marina Kievsky, Esq.
Florida Bar No. 0091456
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200 South Biscayne Boulevard
Miami, Florida 33131-2385
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