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FLORIDA DIVISION OF CORPORATIONS

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FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
075350000353

ACCT#:

CONTACT: CATHY LEACH

PHONE: (212) 431-5000

FAX #:

(212) 431-5111

NAME: PC LABS & RESOURCES, INC.

AUDIT NUMBER.....H98000014416

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

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ARTICLES OF INCORPORATION
OF
PC LABS & RESOURCES, 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 **PC LABS & RESOURCES, 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 at no par value.
5. The principal address and mailing address of the corporation will be: **5950 Hazeltine National Drive, Suite 510, Orlando, FL 32822**
6. The address of the corporation's initial registered office is: **901 Venetia Bay Blvd., Suite 310-J, Venice, FL 34292**, and the name of its initial registered agent at such address is **Mark W. Mazzeo**.
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: July 27, 1998

BlumbergExcelsior
62 White St
NY, NY 10013
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 **PC LABS & RESOURCES, INC.** the within named corporation.

Dated: July 27, 1998

Mark W. Mazzeo
Mark W. Mazzeo, Esq.

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