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Attorneys at Law

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August 25, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-08/26/98--01093--002
*****70.00 *****70.00

RE: FALCON'S NEST, INC.

Dear Filing Clerk:

Enclosed herein you will please find our firm's check in the amount of \$70.00 for filing fee for Falcon's Nest, Inc. Also enclosed is the original and two (2) copies of the Articles of Incorporation and Certificate of Registered Agent.

Please file this coporation and return back to me the filed copies in the stamped self-addressed envelope.

Thank you for your cooperation in this manner.

Sincerely,

Angelo Pardo
ANGELO PARDO, Esquire

AP/kd
Enclosures

FILED
98 AUG 26 PM 12:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

AUG 28 1998
[Signature]

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ARTICLES OF INCORPORATION

OF

FALCON'S NEST, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I-NAME

The name of the corporation shall be:

FALCON'S NEST, INC.

The address of the principal office of this corporation shall be: 997 North Highway A-1-A, Jupiter, Florida 33477, and the mailing address of the corporation shall be the same.

ARTICLE II-NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is any business or business activity permitted under the laws of the State of Florida.

ARTICLE III-CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock at \$1.00 par value.

ARTICLE IV-ADDRESS

The street address of the initial registered office of the corporation shall be as follows:

997 North Highway A-1-A, Jupiter, Florida 33478
and the name of the initial registered agent of the corporation at that address is:

DON CLARK

ARTICLE V-TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI-OFFICERS AND DIRECTORS

This corporation shall have (2) directors, initially. The name and street address of the initial director(s) who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

ANGELO M. FALCONI
382 W. Chestnut Street
Washington, PA 15301

EDWARD C. MORASCYZK
382 W. Chestnut Street
Washington, PA 15301

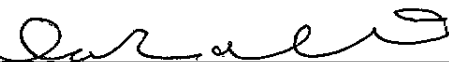
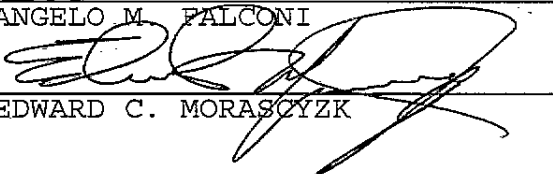
ARTICLE VII-INCORPORATOR

The name and street address of the incorporator(s) to these Articles of Incorporation is:

ANGELO M. FALCONI
382 W. Chestnut Street
Washington, PA 15301

EDWARD C. MORASCYZK
382 W. Chestnut Street
Washington, PA 15301

IN WITNESS WHEREOF I/WE have made and subscribed our name(s) and signature(s) to these Articles of Incorporation this the 28th day of July, 1998.


ANGELO M. FALCONI

EDWARD C. MORASCYZK

State of Pennsylvania
County of Washington

BEFORE ME, the undersigned authority, personally appeared, ANGELO M. FALCONI and EDWARD C. MORASCYZK, to me well known to be the person(s) described as incorporator(s) in or who is known to me personally and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation and who did take an oath.

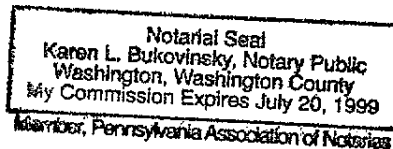
WITNESS my hand and official seal in the County and State aforesaid this the 20th day of August, 1998.

My Commission Expires:

7-20-99

Notary Public,

Karen L. Bukovinsky



CERTIFICATE AND CONSENT OF REGISTERED AGENT

FOR

FALCON'S NEST, INC.

IN PURSUANCE to Chapter 48.091, Florida Statutes, 1977, the following is submitted in compliance with said Act:

FIRST: That Angelo M. Falconi and Edward C. Morascyzk desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation being in Florida, names: Donald R. Clark as its agent to accept service of process within the State.

ACKNOWLEDGMENT:

HAVING BEEN NAMED to accept service of process for the above State Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping upon said Office.

Donald R. Clark

DONALD R. CLARK

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TALLAHASSEE FLORIDA