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THE UNITED STATES **CORPORATION** ACCOUNT NO. : 072100000032 REFERENCE: 079471 7116046 AUTHORIZATION ': COST LIMIT : \$ 78.75 ORDER DATE : December 28, 1998 ORDER TIME : 10:10 AM ORDER NO. : 079471-005 CUSTOMER NO: 7116046 CUSTOMER: F. Andrews Taintor, Esq F. ANDREWS TAINTOR, P.A. F. ANDREWS TAINTOR, P.A. Suite 5 5051 Castello Drive Naples, FL 34103 DOMESTIC FILING NAME: THE PERSHING HOUSE, INC. EFFECTIVE DATE: __ ARTICLES OF INCORPORATION __ CERTIFICATE OF LIMITED PARTNERSHIP PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX CERTIFIED COPY _ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Robert Maxwell EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

98 DEC 28 PM 1: 17

OF

THE PERSHING HOUSE, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

THE PERSHING HOUSE, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other states, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The principal place of business, which is also the mailing address, of this corporation shall be 137 East Woolbright Road, Boynton Beach, Florida 33435. The name and address of the initial registered agent of the corporation is F. Andrews Taintor, whose address is 5051 Castello Drive, Suite 5, Naples, Florida 34103.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have no Directors, initially. The affairs of the Corporation will be managed by the shareholders until such time Directors are designated as provided by the Bylaws.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: F. Andrews Taintor, 5051 Castello Drive, Ste 5, Naples, Florida 34109.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal on this 22 day of December, 1998.

Andrews Taintor

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing Articles of Incorporation for Chef Karen, Inc. was acknowledged before me on this Zichay of December, 1998, by F. Andrews Taintor who is personally known to me or who has produced as identification and did not take an oath.

Tamyra Murphy Commission No CC 774832 Commission Exp 09/13/2002 (Seal

Notary Public, State Commission No.

My Commission expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHO PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

The Pershing House, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the County of Palm Beach, State of Florida, has named F. Andrews Taintor whose address is 5051 Castello Drive, Suite 5, Naples, Florida 34103 as its agent to accept service of process within Florida.

The Pershing House, Inc.

F. Andrews Taintor, Incorporator

Date: December 23, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES!

F. ANDREWS THINTOR

Registered/Resident Agent

SECRETARY OF STATEMS
DIVISION OF CORPORATIONS

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