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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212) 431-5000
Fax Number : (212) 431-1441

FLORIDA PROFIT CORPORATION OR P.A.
DEARBORN MANAGEMENT CORPORATION

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ARTICLES OF INCORPORATION
OF
DEARBORN MANAGEMENT CORPORATION

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: **DEARBORN MANAGEMENT CORPORATION**
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, with no par value.**
5. The principal physical and mailing address of the corporation will be: **8500 Royal Palm Blvd., Apartment E154, Coral Springs, FL 33065** and the name of its initial registered agent at such address is: **Elliott Walden**
6. The name and address of the sole incorporator is: **Michele L. 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: June 14, 1999



Michele L. Burton
Sole Incorporator

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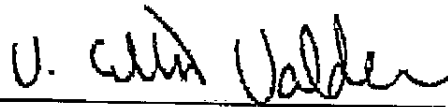
ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent for **DEARBORN MANAGEMENT CORPORATION** the within named corporation.

Dated: June 14, 1999



Elliott Walden
Registered Agent

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Blumberg Excelsior Corporate Services
62 White Street
New York, NY 10013
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