



THE UNITED STATES
CORPORATION
COMPANY

P 9900007203

FILED

99 AUG 12 PM 3: 32

ACCOUNT NO. : 072100000032

REFERENCE : 337720

6099A

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUTHORIZATION :

Patricia Pizoto

COST LIMIT : \$ 70.00

ORDER DATE : August 11, 1999

ORDER TIME : 10:22 AM

ORDER NO. : 337720-005

000002957900-0

CUSTOMER NO: 6099A

CUSTOMER: Meg Cebula, Legal Asst
MOYLE FLANIGAN KATZ FITZGERALD
MOYLE FLANIGAN KATZ FITZGERALD
P. O. Box 3888
625 N. Flagler Dr., 9th Floor
West Palm Beach, FL 33402

DOMESTIC FILING

NAME: CLAREMORE INVESTMENT GROUP,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

James Guy - CSC
GAVE

is aware of Claremore Investment, Inc
CORP. WPB, FL

OK TO FILE

DATE

DATE

PH 8/11/99

RECEIVED
99 AUG 12 AM 10:49
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CLAREMORE INVESTMENT GROUP, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I

Name of Corporation

The name of this Corporation shall be CLAREMORE INVESTMENT GROUP, INC. (the "Corporation").

ARTICLE II

Mailing Address and Principal Place of Business

The mailing address and principal place of business of the Corporation is 537 U.S. Highway One, Suite 4, North Palm Beach, FL 33408.

ARTICLE III

Purpose

This Corporation is organized for the following purposes:

- (a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

(b) For the purpose of transacting any or all lawful business.

(c) To do any and everything pertinent to the above.

ARTICLE IV

Capital Stock

This Corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

ARTICLE VII

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 625 North Flagler Drive, 9th Floor, West Palm Beach, Florida 33401 and the name of the initial registered agent of this Corporation at that address is John R. Eubanks, Esquire.

ARTICLE VIII

Initial Board of Directors

This Corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this Corporation is as follows:

Kerry A. Gallagher

537 U.S. Highway One, Suite 4
North Palm Beach, FL 33408

Deidra E. Newton

537 U.S. Highway One, Suite 4
North Palm Beach, FL 33408

ARTICLE IX

By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

Indemnification

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI

Incorporator

The name and address of the person signing these Articles are as follows: Kerry A. Gallagher, 537 U.S. Highway One, Suite 4, North Palm Beach, Florida 33408.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26th day of July, 1999.

Kerry A. Gallagher
Kerry A. Gallagher

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 26th day of July, 1999, by Kerry A. Gallagher, as Incorporator of CLAREMORE INVESTMENT GROUP, INC. on behalf of the Corporation, and he/she is personally known to me or has produced _____ as identification and did take an oath.

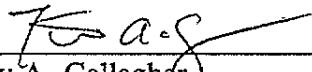
(NOTARY STAMP)

Notary Name: _____
Notary Public
Serial (Commission) Number
(if any) _____

I hereby accept appointment as Registered Agent of CLAREMORE INVESTMENT GROUP, INC. as provided in Article VII, hereof.

John R. Eubanks
Registered Agent

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 26th day of July, 1999.


Kerry A. Gallagher

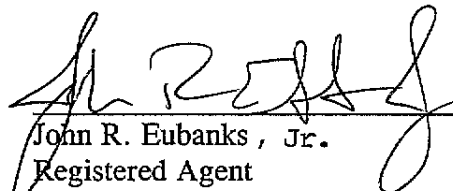
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behalf of the Corporation, and he/she is personally known to me or has produced
_____ as identification and did take an oath.

(NOTARY STAMP)

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Notary Public
Serial (Commission) Number
(if any) _____

I hereby accept appointment as Registered Agent of CLAREMORE INVESTMENT GROUP,
INC. as provided in Article VII, hereof.


John R. Eubanks, Jr.
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA