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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

PACER ACQUISITION, INC.

Certificate of Status	0
Certified Copy	1
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6/20/03
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ARTICLES OF INCORPORATION
OF
PACER ACQUISITION, INC.

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The undersigned, acting as incorporator of Pacer Acquisition, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation (the "Corporation") is Pacer Acquisition, Inc.

ARTICLE II

ADDRESS

The street and mailing address of this Corporation shall be 7787 Leesburg Pike, Suite 200, Falls Church, VA 22043.

ARTICLE III

DURATION

The duration of the Corporation shall be perpetual.

ARTICLE IV

PURPOSE

The purpose of the Corporation shall be to engage in any and all business permitted according to the laws of the United States and Florida.

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ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock, which this Corporation is authorized to issue, is 1,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office shall be c/o Kirkpatrick & Lockhart LLP, 201 South Biscayne Blvd., 20th Floor, Miami, FL 33131 and the registered agent for the Corporation at that address shall be Pablo S. Quesada.

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

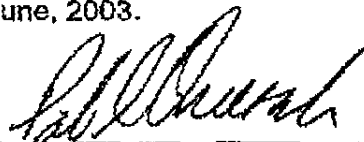
Name

Address

Pablo S. Quesada

201 S. Biscayne Blvd., 20th Floor
Miami, FL 33131

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 19th day of June, 2003.



Pablo S. Quesada, Incorporator

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Certificate of Registered Agent

of

PACER ACQUISITION, INC.

Having been named to accept service of process for Pacer Acquisition, Inc., at the place designated in the foregoing Articles of Incorporation, Pablo S. Quesada agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0506 of the Florida Business Corporation Act.

DATE: June 19, 2003


Pablo S. Quesada

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