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FLORIDA PROFIT CORPORATION OR P.A.

The Palmer Ranch & Cattle Company

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Page Count	01
Estimated Charge	\$87.50

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**ARTICLES OF INCORPORATION
OF
THE PALMER RANCH & CATTLE COMPANY**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation is The Palmer Ranch & Cattle Company (hereinafter the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and the mailing address of the Corporation is 312 SE 17th Street, Suite 300, Ft. Lauderdale, Florida 33316.

**ARTICLE III
AUTHORIZED SHARES**

The total number of shares which the Corporation is authorized to issue is 10,000 shares of Common Stock, par value \$.01 per share.

**ARTICLE IV
ADDRESS OF REGISTERED OFFICE IN THIS STATE**

The street address of the initial registered office of the Corporation in the State of Florida is 312 SE 17th Street, Suite 300, Ft. Lauderdale, Florida 33316 and the initial registered agent of the Corporation at such address is Charles L. Palmer.

Prepared by: Barry E. Somerstein, Esq., FL Bar #0212563
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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**ARTICLE V
INCORPORATOR**

The name and address of the incorporator are:

<u>Name</u>	<u>Address</u>
Charles L. Palmer	312 SE 17th Street, Suite 300, Ft. Lauderdale, FL 33316

**ARTICLE VI
PURPOSE**

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of February, 1999.



 Charles L. Palmer
 Incorporator

**ACCEPTANCE OF APPOINTMENT AS
REGISTERED AGENT**

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.



 Charles L. Palmer
 Registered Agent

Prepared by: Barry E. Somerstein, Esq., FL Bar #0212563
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33302,
(954) 764-6660

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