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Articles of Incorporation

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7pgs.

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CERTIFICATE OF INCORPORATION

OF

UNITED STATES CORPORATION COMPANY

Filed in Office Secretary of State  
of the State of Florida, this 15  
day of July, A. D. 1925

*[Handwritten Signature]*

Secretary of State

By *[Handwritten Initials]*

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page 9.*

**United States Corporation Company**

Dover, Del.—19-21 Dover Green  
Chicago—20 No. La Salle St. Albany, N. Y.—23 State  
St. Louis—404 Carleton Bldg. Jersey City, N. J.—15 Bank  
Philadelphia—1218 Franklin Bldg.  
Los Angeles—231 Van Ness Bldg.

European Office  
International Corporation Company  
20 Rue de la Paix, Paris

Executive Offices  
65 Cedar Street, New York City

CERTIFICATE OF INCORPORATION

OF

UNITED STATES CORPORATION COMPANY

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1. The name of the corporation is

UNITED STATES CORPORATION COMPANY.

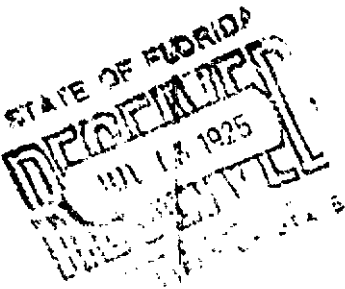
2. The nature of the business and the objects and purposes proposed to be transacted, promoted or carried on by the corporation are as follows:

To prepare or cause to be prepared and procure to be filed, recorded, registered, published, issued or granted, in accordance with law, articles or certificates of incorporation, applications for letters patent, charters and other instruments relating to the incorporation and organization of corporations and joint stock companies.

To prepare or cause to be prepared and procure to be filed, recorded, registered, published, issued or granted, certificates, reports, statements, applications for licenses to do business or other instruments in relation to domestic and foreign corporations, companies or associations.

To provide and maintain domiciliary and other offices and facilities for corporations, companies and associations, and to act as agent in charge thereof and upon whom process against or any official notices to any such corporation, company or association may be served or given, and for any other lawful purpose.

To act as the fiscal or transfer agent of, or registrar of the stock or securities issued by any public or private corporation; and in such capacity to receive and dis-



burse money, to transfer, register, countersign, issue and deliver certificates of stock, bonds or other evidences of indebtedness, and to act as agent of any corporation, foreign or domestic, for any lawful purpose.

To carry on the business of an appraisal and audit company and in connection therewith to make examinations and appraisals of the business and property of corporations and individuals, to examine and audit their books and accounts, and to make reports and certificates in respect thereof.

To publish and deal in books, periodicals, pamphlets, legal forms and blanks of all kinds.

To acquire by purchase or otherwise, and to hold for investment or otherwise to use, sell, lease or dispose of real estate and real property, and any interest, estate or rights therein.

To acquire by purchase, subscription or otherwise and to hold for investment or otherwise, and to use, sell or dispose of shares of stock, bonds or any other obligations or securities of any corporation, domestic or foreign; to aid in any manner any corporation whose shares of stock, bonds or other obligations are held or in any manner guaranteed by the company, or in which the company is in any way interested; and to do any other acts or things for the preservation, protection, improvement or enhancement of the value of any such shares of stock, bonds or other obligations, or to do any acts or things designed for any such purpose; and while owner of any such shares of stock, bonds or other obligations, to exercise all the rights, powers and privileges of ownership thereof, and to exercise any and all voting powers thereon.

To acquire by purchase or otherwise, and to hold, own, use, grant licenses in respect to, or otherwise turn to

account or dispose of any copyrights, trademarks, inventions patent rights and letters patent of the United States or of any other country.

The business of the corporation is from time to time to do any one or more of the acts and things herein set forth; and it may conduct business in the State of Florida, other states, the District of Columbia, the territories and colonies of the United States and in foreign countries, have one or more offices out of the State of Florida, and hold, purchase, mortgage and convey real and personal property with- in or without of the State of Florida.

3. The maximum number of shares which this corpora- tion is authorized to have outstanding at any time is ONE HUNDRED (100), each of which shares shall have a par value of ONE HUNDRED DOLLARS (\$100.)

4. The amount of capital with which the corpora- tion will begin business is FIVE HUNDRED DOLLARS (\$500.)

5. The corporation is to have perpetual exist-  
ence.

6. The principal office of the corporation shall be located in the Centennial Building, Tallahassee, Leon Coun- ty.

7. The number of directors shall be three (3)

8. The names of the directors who shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified and their post-office addresses are as follows:

NAMESPOST-OFFICE ADDRESSES

HARRY O. COUGHLAN 150 BROADWAY, NEW YORK, N. Y.  
SAMUEL B. HOWARD 150 BROADWAY, NEW YORK, N. Y.  
ARTHUR W. BRITTON 150 BROADWAY, NEW YORK, N.Y.

9. The names and post-office addresses of the subscribers of this certificate and the number of shares of stock which each agrees to take are as follows:

<u>NAMES</u>	<u>POST-OFFICE ADDRESSES</u>	<u>NO. OF SHARES</u>
LOUIS H. GUNTHER	150 BROADWAY, NEW YORK, N.Y.	2
SAMUEL B. HOWARD	150 BROADWAY, NEW YORK, N.Y.	2
ARTHUR W. BRITTON	150 BROADWAY, NEW YORK, N.Y.	1

10. The directors and stockholders shall have power to hold their meetings and to have one or more offices and to keep the books of the corporation (except the original or duplicate stock ledger) outside of the State of Florida, at such place or places as from time to time may be designated by the By-Laws or by resolution of the Board.

The directors shall also have power, without the assent or vote of the stockholders, to make and alter by-laws of the corporation; to fix the times for the declaration and payment of dividends; and to fix and vary the amount to be reserved as working capital; to determine the use and disposition of any surplus or net profits over and above the capital stock paid in, and in their discretion the directors may use and apply any such surplus or accumulated profits in purchasing or acquiring the bonds or other obligations or shares of the capital stock of the corporation to such extent and in such manner and upon such terms as the directors shall deem expedient; but shares of such capital stock so purchased or acquired may be resold unless such shares shall have been retired for the purpose of decreasing the corporation's capital stock as provided by law.

WE, THE UNDERSIGNED, being each of the original  
ubscribers to capital stock hereinbefore named, do hereby  
associate for the purpose of establishing a corporation pur-  
suant to the Corporation Law, State of Florida, 1925.

WITNESS our hands and seals this 7th day of July  
1925.

IN PRESENCE OF:

*Samuel C. Wood*  
*as to all*

*Louis H. Gunther* (L.S.)  
*Samuel B. Howard* (L.S.)  
*Arthur W. Britton* (L.S.)

STATE OF NEW YORK, COUNTY OF NEW YORK, July 7th,  
A. D., 1925, personally appeared before me, a Notary Public  
in and for New York County, duly authorized to take acknow-  
ledgments, LOUIS H. GUNTHER, SAMUEL B. HOWARD and ARTHUR  
W. BRITTON, to me known and known to me to be the persons  
described in and who executed the foregoing instrument, who  
each acknowledged to me that he executed the same freely and  
voluntarily as and for his act and deed for the uses and  
purposes therein expressed.

WITNESS my hand and official seal the day and year  
in this certificate first above written, at New York, New  
York County, New York.

*Samuel C. Wood,*  
*Notary Public*

*my commission expires*  
*march 30, 1927.*