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(Requestor's Name)

(Address)

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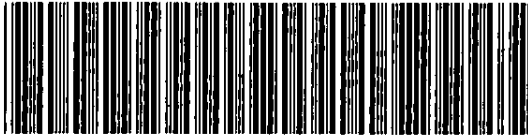
(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____



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Jim Bruno GAVE

AUTHORITY TO CORRECT TO

CORRECT eff. Date

DATE 12/19

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07 DEC 19 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

W07-60153

BUTZEL LONG
ATTORNEYS AND COUNSELORS

Sarah M. Pillars
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Ann Arbor, Michigan 48104
T: 734 995 3110 F: 734 995 1777
butzel.com

December 10, 2007

VIA UPS

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Miebach Consulting, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of a Certificate of Domestication (with Articles of Incorporation attached) and our check No. 7400 in the amount of \$128.75 for:

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

Thank you.

Very truly yours,


Sarah M. Pillars

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 12, 2007

SARAH M PHILLARS
350 SOUTH MAIN STREET SUITE 300
ANN ARBOR, MI 48104

SUBJECT: MIEBACH CONSULTING, INC.
Ref. Number: W07000060153

We have received your document for MIEBACH CONSULTING, INC. and your check(s) totaling \$128.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

When filing a domestication you can not list an effective date within your articles bease your effective date will be the date you originally filed in Michigan which will be April, 18, 1997. Please remove the other effective date from your articles...

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Regulatory Specialist II
New Filing Section

Letter Number: 707A00069652

CERTIFICATE OF DOMESTICATION

The undersigned, Martin Eckert, Vice President, (Name) (Title)

of Miebach Logistics, Inc., a foreign corporation, (Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

- 1. The date on which corporation was first formed was April 18, 1997.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Michigan.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Miebach Logistics, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s.607.0202 and 607.0401 with this certificate is Miebach Consulting, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Michigan.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s.607.1801.
7. The domestication is effective December 31, 2007.

I am Vice President, of Miebach Logistics, Inc. and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this 21 day of November, 2007.

[Handwritten Signature]

(Authorized Signature) Martin Eckert

Filing Fee: Certificate of Domestication \$50.00, Articles of Incorporation and Certified Copy \$78.75, Total to domesticate and file \$128.75

SECRETARY OF STATE TALLAHASSEE, FLORIDA

07 DEC 19 PM 4:45

APPROVED AND FILED

**ARTICLES OF INCORPORATION
OF
MIEBACH CONSULTING, INC.**

The undersigned hereby makes and subscribes to these Articles of Incorporation intending to form a corporation under the provisions of the Florida Statutes.

APPROVED
AND
FILED
07 DEC 19 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is MIEBACH CONSULTING, INC.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by the Florida Business Corporation Act as presently in effect and as it may be amended from time to time in the future.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 60,000 at \$1.00 par value common shares.

ARTICLE IV

The street address of the Corporation shall be 2000 Island Boulevard, Suite 203, Aventura, Florida 33160. The name of the Corporation's initial registered agent is Martin Eckert, located at 2000 Island Boulevard, Suite 203, Aventura, Florida 33160.

ARTICLE V

The name and address of the incorporator is Martin Eckert, located at 2000 Island Boulevard, Suite 203, Aventura, Florida 33160.

ARTICLE VI

The Corporation shall indemnify its officers and directors to the extent permitted by Section 607.0850, Florida Statutes. No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty to the extent permitted by Florida Statutes.

ARTICLE VII

Directors and officers of this Corporation need not be residents of the State of Florida, unless otherwise provided in the by-laws of the Corporation.

Dated this 21 day of November, 2007



Martin Eckert
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Miebach Consulting, Inc., desiring to organize under the laws of the State of Florida, with its principal place of business and mailing address at 2000 Island Boulevard, Suite 203, Aventura, Florida 33160, has named Martin Eckert, located at 2000 Island Boulevard, Suite 203, Aventura, Florida 33160, as its agent to accept service of process within Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



Martin Eckert

(967995.1)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED