



P95000023176

MUTUAL BENEFITS CORP.

March 15, 1995

Florida Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL. 32399

To Whom it may concern:

Enclosed is an application for incorporation of American Consulting Inc., consisting of an original and one (1) copy of the articles of incorporation and certificates of registered agent. Please process these articles and return the certified copy via Federal Express. Enclosed is a Federal Express Airbill chargeable to the company.

Additionally, enclosed is a check in the amount of \$122.50 to cover the \$70.00 filing fee and \$52.50 for the returned certified copy.

Should you have any questions, please feel free to contact me at 1-800-896-7990.

Sincerely,

Michael S. Steinger
Michael S. Steinger

2095-6005
789, 502, 6-11
H46

FILED
MAR 20 1995
TALLAHASSEE, FL
DIVISION OF CORPORATIONS
STATE OF FLORIDA

ARTICLES OF INCORPORATION

of

EASTERN CONSULTING, INC.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

EASTERN CONSULTING, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One thousand shares (1000) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Michael S. Steinger		
ADDRESS	2881 E. Oakland Park Blvd. Ste. 200		
CITY	Ft. Lauderdale	FLORIDA	ZIP 33306

The principal office, if known, or the mailing address of the corporation is:

NAME	AMERICAN CONSULTING, INC.		
ADDRESS	2881 E. Oakland Park Blvd. Ste. 200		
CITY	Ft. Lauderdale	FLORIDA	ZIP 33306

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Michael S. Steinger		
ADDRESS	2881 E. Oakland Park Blvd. Ste. 200		
CITY	Ft. Lauderdale	STATE FLORIDA	ZIP 33306
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Michael S. Steinger		
ADDRESS	2007 E. Oakland Park Blvd. Ste. 200		
CITY	Ft. Lauderdale	STATE	Florida ZIP 33306
NAME			
ADDRESS			
CITY		STATE	
NAME			
ADDRESS			
CITY		STATE	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 21ST day of MARCH, 19 95.

Michael S. Steinger (Seal)
 _____ (Seal)
 _____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

EASTERN CONSULTING, INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 2881 E. Oakland Park Blvd. Ste. 200

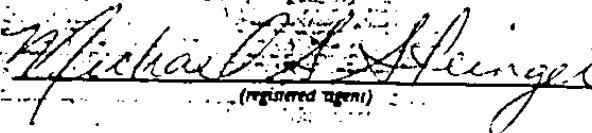
Ft. Lauderdale, FL 33306

has named Michael S. Steinger

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(registered agent)

55 MAR 30 1989
FILED

P95000023176

 Director Name

 Address

 City/State/Zip Phone #

300001823089
 -05/15/96--01114--005
 *****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

300001871499
 -06/21/96--01085--003
 *****52.50 *****52.50

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

APPROVED AND FILED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 JUN 12 PM 1:09

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

OW
2A Res

Examiner's Initials _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 3, 1996

MICHAEL STEINGER
1620 S. OCEAN BLVD., #9G
POMPAÑO BEACH, FL 33062

SUBJECT: EASTERN CONSULTING, INC.
Ref. Number: P95000023176

We have received your document for **EASTERN CONSULTING, INC.** and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

To resign as registered agent for a corporation, the enclosed resignation form should be completed and returned with a fee of \$87.50 for an active corporation or \$35 for an administratively dissolved corporation.

There is a balance of \$52.50 due.

Please return 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 (904) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 096A00027602

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JUN 12 PM 1:08

APPROVED
AND
FILED

DIVISION OF CORPORATIONS

95 JUN 12 AM 8:08

RECEIVED

RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509, Florida Statutes, the undersigned, Michael S. Steinger (Name of registered agent) hereby resigns as Registered Agent for EASTERN CONSULTING, INC. (Name of corporation).

A copy of this resignation was mailed to the above listed corporation at its last known address. The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.

Michael S. Steinger (Signature of resigning agent)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

APPROVED AND FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA 95 JUN 12 PM 1:00

Fee for filing this document: \$87.50 - Active corporation \$35.00 - Administratively dissolved corporation