

P00000028974

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: NORDIC CONSULT, INC.
(Proposed corporate name - must include suffix)

400003173184--3
-03/16/00--01096--001
*****87.50 *****87.50

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: TERJE TORGEIRSON
Name (Printed or typed)
1745 S.E. 46th Lane Unit 201
Address
CAPE CORAL, FL 33904-8751
City, State & Zip
941-945-3496
Daytime Telephone number

FILED
2000 MAR 16 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

AR 3/22

FILED

2000 MAR 16 PM 3:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

NORDIC CONSULT, INC.

The undersigned do hereby associate themselves together for the purpose of forming a corporation under the laws of the State of Florida under the corporate name of NORDIC CONSULT, INC., and hereby set forth and declare:

CHARTER

Article I

The name of the corporation shall be NORDIC CONSULT, INC., located at City of Cape Coral, County of Lee, State of Florida.

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.

Article III

The amount of the capital stock of this corporation shall be 100 shares of \$10.00 par value stock, which said stock shall be nonassessable to be held, sold, and paid for at such time in such manner as the Board of Directors may from time to time determine. All of the capital stock shall be common stock.

Article IV

The corporation shall commence business on filing with the Secretary of State.

Article V

The corporation shall have perpetual existence, except that the same may be dissolved, as provided by law.

Article VI

The principal place for the transaction of its business shall be 1745 S.E. 46th Lane Suite 201, the City of Cape Coral, County of Lee, in the State of Florida. That said corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the corporation may, by resolution, designate.

Article VII

The corporation shall have a Board of two (2) Directors and may be increased to not more than five (5) Directors. The number of directors each year may be determined by the Shareholders at their annual meeting, or may be fixed by the Bylaws.

Article VIII

The officers by whom the business of said corporation shall be conducted shall be a President, who shall be a Director, a Secretary and a Treasurer and such officers, agents and factors shall be chosen in such manner, hold their office for such term and have such powers and duties as may be prescribed by the Bylaws or determined by the Board of Directors. The names and post office addresses of the Officers and first

Article XII

Each shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article XIII

The initial Bylaws of this corporation shall be adopted by the Board of Directors. The Bylaws may be amended from time to time by either the shareholders or the directors. The shareholders may not alter, or repeal any Bylaw adopted by the directors. The directors may not alter, amend or repeal any Bylaw adopted by the shareholders, nor may the directors adopt Bylaws which would be in conflict with the Bylaws adopted by the shareholder.

Article XIV

Any subscriber or shareholder present at any meeting, either in person, or by proxy, and any directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

Article XV

Each director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all cost and expense reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit, or proceeding in which he may be involved or to which he may be made a party by reason of his being or having been a director or officer of the corporation, said expense to include attorney's fees and the cost of litigation, except in relation to matters as to which he finally shall be adjudged in any such action, suit, or proceeding to have been derelict in the performance of his duty as such officer or director. Such right of indemnification shall not be exclusive of any other rights to which he may be entitled as a matter of law, and the foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

Article XVI

A director or officer of the corporation shall not be disqualified by his office from dealing or contracting with the corporation either as a vendor, purchaser, or otherwise, nor shall any transaction or contract of the corporation be void or voidable by reason of the fact that any director or officer or any firm of which any director or officer is a member or any corporation of which any director or officer is a shareholder, officer, or director, is in any way interested in such transaction or contract, provided that such contract is or shall be authorized, ratified, or approved either (a) by a vote of a majority of a quorum of the Board of Directors, without counting in such majority or quorum any

director so interested or member of a firm so interested, or (b) by the written consent, or by the vote of any shareholders meeting of the holders of record, of a majority of all the outstanding shares of stock in the corporation entitled to vote, nor shall any director or officer be liable to account to the corporation for any profits realized by or from or through any such transaction or contract authorized, ratified, or approved as herein provided by reason of the fact that he, or any firm of which he is a member or any corporation of which he is a shareholder, officer, or director, was interested in such transaction or contract. Nothing herein contained shall create liability in the event above described or prevent the authorized approval of such contracts in any other manner permitted by law.

IN WITNESS WHEREOF, we the undersigned being each and all of the original subscribers to the capital stock hereinbefore mentioned for the purpose of forming a corporation under the laws of the State of Florida do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby jointly and severally certifying that the facts therein stated are true, and hereby, respectively, agree to take the number of shares of stock hereinbefore set forth at the consideration stated, and according set our hands and seals at Cape Coral, Florida, this ____ day of March, 2000.


TERJE TORGERISON


VIGDIS TORGEIRSON

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted in compliance with said Act:

FIRST, That NORDIC CONSULT, INC., desiring to organize under the
laws of the State of Florida, with its principal office, as indicated in the Articles of
Incorporation, at City of Cape Coral, County of Lee, State of Florida, has named TERJE
TORGEIRSON, located at 1745 S.E. 46th Lane Unit 201, Cape Coral, Florida 33904,
County of Lee, State of Florida, as its registered agent to accept service of process within
this State.

ACKNOWLEDGMENTS:

Having been named to accept service for the above stated corporation, at
place designated in this certificate, I hereby accept to act in this capacity, and agree to
comply with the provision of said Act relative to keeping open said office.


Registered Agent

STATE OF FLORIDA]
]
COUNTY OF LEE]



Elizabeth A Rowan
My Commission CC597995
Expires Oct. 31 2000

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared TERJE TORGERISON and VIGDIS TORGEIRSON who are known to me to be the persons who made and subscribed to the foregoing Articles of Incorporation, and certify and severally acknowledge that they made and executed said certificate for the use and purpose therein expressed.

WITNESS my hand and official seal this 14th day of
March, 2000.

Elizabeth A. Rowan
Notary Public

My Commission Expires:
10 - 31 - 2000