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Florida Department of State
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To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : HUBCO
Account Number : 104662003400
Phone : (516) 935-3940
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FLORIDA PROFIT CORPORATION OR P.A.

McDermott Consulting, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	034
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B. McKnight JUL 17 2000

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

McDermott Consulting, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

McDermott Consulting, Inc.

5540 LYONS ROAD - #304

COCONUT CREEK, FL 33073

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ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1500 Shares at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

ROY GLASSBERG

123 NW 13TH STREET - SUITE 313

BOCA RATON, FL 33432

Prepared By:

Bruce B. Hubbard

77 East John St.

Hicksville, New York 11801

1-516-935-3940

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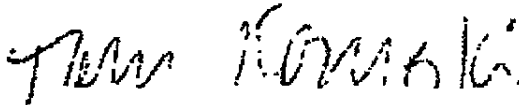
ARTICLES V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

**THOMAS KOMINSKI
5540 LYONS ROAD - #304
COCONUT CREEK, FL 33073**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

12th day of July 2000.



**THOMAS KOMINSKI
SIGNATURE**

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **McDermott Consulting, Inc.**

2. The name and address of the registered agent and office is:

ROY GLASSBERG

Name

123 NW 13TH STREET - SUITE 313

(P.O. Box or Mail Drop Box NOT Acceptable)

BOCA RATON, FL 33432

(City / State / Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Roy Glassberg
ROY GLASSBERG
SIGNATURE

July 12, 2000

(Date)

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