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THOMAS J. FLYNN  
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ALLAN E. MULLIGAN  
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\* ALSO ADMITTED IN WISCONSIN

P000000071142

July 21, 2000

VIA FEDERAL EXPRESS

Florida Secretary of State  
Corporation Division  
409 East Gaines Street  
Tallahassee, FL 32399

300003333713-7  
-07/24/00-01123-016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: LQ Consulting, Inc.

Dear Filing Clerk:

Enclosed please find the Articles of Incorporation for the above-named corporation, together with our check in the amount of \$78.75 which is to cover your filing fee. A duplicate of the Articles is included for file stamping and to return in the enclosed, self-addressed and stamped envelope.

Please return the original articles to the undersigned after the filing process is completed. If you have any questions, please do not hesitate to contact me.

Sincerely,



Lori B. Papacek, Paralegal, for  
LARKIN, HOFFMAN, DALY & LINDGREN, Ltd.

Enclosures

cc: Paul B. Plunkett, Esq.

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TALLAHASSEE, FLORIDA

8/7/26

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

The undersigned, of full age, for the purpose of forming a corporation under and pursuant to the provisions of Chapter 607, Florida Business Corporation Act, and laws amendatory thereof and supplementary thereto, hereby creates a body corporate and adopts the following Articles of Incorporation:

**ARTICLE 1.**

**NAME**

The name of the Corporation shall be LQ Consulting, Inc.

**ARTICLE 2.**

**PRINCIPAL OFFICE**

The address of the principal office of the Corporation is 200 Periwinkle Way, #127, Sanibel, Florida 33957.

**ARTICLE 3.**

**PURPOSES AND TERM**

The Corporation shall have general business purposes and shall have perpetual existence.

**ARTICLE 4.**

**SHARES**

The shares of capital stock of the Corporation shall be subject to the following:

(a) The Corporation is authorized to issue one hundred thousand (100,000) shares of One Cent (\$.01) per share par value capital stock, to be held, sold, and paid for at such times and in such manner as the Board of Directors may from time to time determine, in accordance with the laws of the State of Florida.

(b) Unless otherwise established by the Board of Directors, all shares of the Corporation are common shares entitled to vote and shall be of one class and one series having equal rights and preferences in all matters. Unless otherwise provided in these Articles, or in the Bylaws of the Corporation, or in the terms of the shares, a common shareholder has one (1) vote for each share held.

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TALLAHASSEE, FLORIDA

(c) The Board of Directors shall have the power to establish more than one class or determine, in whole or in part, the preferences, limitations and relative rights of (i) any class of shares before the issuance of any shares of that class, or (ii) one or more series within a class before the issuance of any shares of that series.

(d) The shareholders of the Corporation shall not have preemptive rights, unless with respect to some or all of the authorized and unissued shares, the Board of Directors grants preemptive rights.

(e) Cumulative voting for directors is not permitted.

(f) Notwithstanding the powers granted to the Board of Directors expressed above or otherwise provided by law, at any time following the filing of an election to be treated as an S corporation under the Internal Revenue Code, as amended from time to time, and prior to the revocation or termination of the S corporation status, in order to preserve said election, the Board of Directors is not authorized to issue shares to any person or take any other action that would result in the termination of the S corporation election without the prior express written consent of the holders of a majority of the voting power of the shares entitled to vote. Any such action taken without such consent shall be null and void and shall not affect the beneficial ownership of the shares.

#### ARTICLE 5.

#### INCORPORATOR

The name and address of the person acting as incorporator of this Corporation is as follows:

Paul B. Plunkett  
1500 Wells Fargo Plaza  
7900 Xerxes Avenue South  
Minneapolis, MN 55431

#### ARTICLE 6.

#### REGISTERED OFFICE AND AGENT

The registered office and the name and address of the person acting as registered agent of this Corporation are as follows:

Laureen Braaten  
200 Periwinkle Way, #127  
Sanibel, FL 33957

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TALLAHASSEE, FLORIDA

ARTICLE 7.

DIRECTORS' ACTION

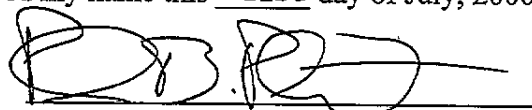
Any action, other than an action requiring shareholder approval, may be taken by written action signed by all of the directors.

ARTICLE 8.

DIRECTORS' LIABILITY


A director of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director; provided, however, that this Article 8 shall not eliminate or limit the liability of a director to the extent provided by applicable law (i) for any breach of the director's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (iii) under Sections 607.0831 and 607.0834 of the Florida Business Corporation Act, (iv) for any transaction from which the director derived an improper personal benefit, or (v) liability for any act or omission occurring prior to the effective date of this Article 8. If the Florida Business Corporation Act Chapter 607 is hereafter amended to authorize the further elimination or limitation of the liability of directors, then the liability of a director of the Corporation in addition to the limitation on personal liability provided herein, shall be limited to the fullest extent permitted by the amended Florida Business Corporation Act Chapter 607. Any repeal or modification of this Article 8 by the shareholders of the Corporation shall be prospective only and shall not adversely affect any limitation on the personal liability of a director of the Corporation existing at the time of such repeal or modification.

IN WITNESS WHEREOF, I have subscribed my name this 21st day of July, 2000.



Paul B. Plunkett, Incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
Laureen Braaten