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CSC THE UNITED STATES CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE: 826090 129153A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE: September 11, 2000

ORDER TIME: 11:44 AM

ORDER NO. : 826090-005

CUSTOMER NO: 129153A

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CUSTOMER: Carolyn E. Moore, Legal Asst James R. Merola, P.a.

Suite 204

11380 Prosperity Farms Road Palm Beach Grds, FL 33410

DOMESTIC FILING

NAME:

ZUCKERMAN UNLIMITED CONSULTING, INC.

EFFECTIVE DATE:

XX ___ ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

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NO SEP 11 PH 1: 35

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DIVISION OF CORPC

ARTICLES OF INCORPORATION

FILED SECRETARY OF STATE CIVINIDITOR CORPORATIONS

OF

00 SEP 11 PH 1: 35

ZUCKERMAN UNLIMITED CONSULTING, INC.

The undersigned hereby makes, subscribes, acknowledges, and files these Articles of Incorporation for the purpose of forming a corporation under the Laws of the State of Florida.

ARTICLE I NAME AND ADDRESS

The name of the Corporation shall be ZUCKERMAN UNLIMITED CONSULTING, INC., and the principal place of business shall be 15160 Meadow Wood Drive, Wellington, Florida, 33414.

ARTICLE II DURATION

This Corporation shall exist in perpetuity.

ARTICLE III

The Corporation is organized for the purpose of engaging in any activity or business permitted under the Laws of the State of Florida or of the United States of America.

ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) Shares of Capital Stock with a par value of One and No/100 (\$1.00) Dollars per Share.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address in this State of the initial registered office of the Corporation is 11380 Prosperity Farms Road, Suite #204, Palm Beach Gardens, Florida, 33410, and the name of the initial Registered Agent is JAMES R. MEROLA.

ARTICLE VI INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one (1) nor more than nine (9). The names and addresses of the initial Directors are:

> JAY D. ZUCKERMAN 13641 159th Street, North Jupiter, Florida 33478

ARTICLE VII INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

> JAMES R. MEROLA 11380 Prosperity Farms Road, Suite #204 Palm Beach Gardens, Florida

IN WITNESS WHEREOF, I have made and subscribed these Articles of _day of _ mes R. Merola, Incorporator

STATE OF FLORIDA COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this . tember , 2000, by JAMES R. MEROLA, [] who is personally nown to me or [____] who has produced _ as identification.

Notary Public, State of Florida
My Commission

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

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

THAT, ZUCKERMAN UNLIMITED CONSULTING, INC., desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, at Palm Beach County, Florida, has named JAMES R. MEROLA, 11380 Prosperity Farms Road, Suite #204, Palm Beach Gardens, Florida, 33410, as its Agent to accept service of process within the State.

ACKNOWLEDGMENT

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

fames R. Merola

on SEP 11 PH 1: 35