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Florida Department of State
Division of Corporations
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To: Division of Corporations
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FLORIDA PROFTT CORPORATION OR P.A.

PACE INTERNATIONAL CONSULTANTS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
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ARTICLES OF INCORPORATION

OF

PACE INTERNATIONAL CONSULTANTS, INC.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

**ARTICLE I
NAME**

The name of this Corporation is **PACE INTERNATIONAL CONSULTANTS, INC.**

**ARTICLE II
PURPOSE**

This corporation is organized for the purposes of transacting any or all lawful business.

**ARTICLE III
CAPITAL STOCK**

The Corporation is authorized to issue 1,000 shares of common stock, each at \$0.10 par value.

**ARTICLE IV
INITIAL REGISTERED OFFICE & AGENT**

The name of the initial registered agent of this Corporation is, together with the agent's address which is the street address of the initial registered office of this Corporation:

JACEK SCHINDLER
21 Coral Way
Suite 405
Miami, Florida 33145

The street address of the office of this Corporation and the business office of its registered agent are identical.

**ARTICLE V
BOARD OF DIRECTORS**

This Corporation shall have at least one director. The Incorporator shall serve as the initial director. The number of directors of this Corporation may be established from time to

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time in the manner provided by the Bylaws.

ARTICLE VI INCORPORATOR

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

JACEK SCHINDLER
21 Coral Way
Suite 405
Miami, Florida 33145

ARTICLE VII INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

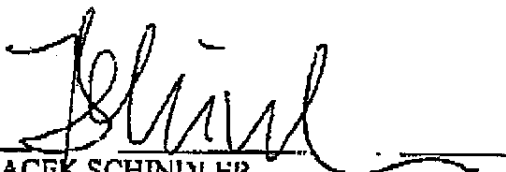
ARTICLE VIII BYLAWS

The Board of Directors and the shareholders shall each have the power to adopt, alter, amend or repeal Bylaws.

ARTICLE IX CORPORATE EXISTENCE


The existence of this Corporation shall be perpetual and shall commence on the date of acknowledgement and subscription of these Articles.

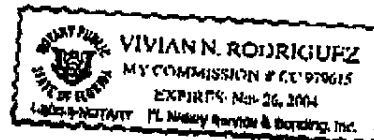
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 28 day of FEBRUARY, 2001.


JACEK SCHINDLER
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 28th day of FEBRUARY 2001, by JACEK SCHINDLER, who is personally known to me or who has produced a driver's license as identification.


Name: _____
Notary Public-State of Florida
My Commission Expires:



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ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as registered agent of PACE
INTERNATIONAL CONSULTANTS, INC.

This acceptance is dated the 28 day of FEBRUARY, 2001.


JACEK SCHINDLER
Registered Agent

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