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NO. 1848 P. 1
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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

BOCA/MAS CONSULTANTS INC.

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Articles Of Incorporation
Of

BOCA/MAS CONSULTANTS INC.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

It is Hereby Certified That:

1. The name of the corporation is: **BOCA/MAS CONSULTANTS INC.**

2. The purposes for which the corporation is formed are:

To engage in any act or activity for which corporations may be formed under the General Corporations Law, provided that the corporation shall not engage in any act or activity which requires the consent or approval of any State official, department, board, agency or any other body, without first having obtained such consent.

For the accomplishment of the aforesaid purposes, and in furtherance thereof, the corporation shall have and may exercise all of the powers conferred by the General Corporation Law upon corporation formed thereunder, subject to any limitations contained in any statute of the State of Florida.

3. The name and address of the initial registered agent of the corporation is:

GERARD MACCIOLI 19507 ESTUARY DRIVE BOCA RATON, FL 33498

4. The mailing address and principal place of business of the corporation is:

19507 ESTUARY DRIVE BOCA RATON, FL 33498

5. The aggregate number of shares which the corporation shall be authorized to issue is 1,000 with no par value.

6. The name and address of the incorporator is:

Frank Orlando 46 State Street 3rd Floor Albany, NY 12207

7. The corporation to exist perpetually.

IN WITNESS WHEREOF, the undersigned incorporator, being over the age of 21, has executed this certificate on the 26th day of March 2001.


Frank Orlando
Incorporator

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Acceptance of Appointment as Registered Agent

I, **GERARD MACCIOLI** do hereby accept appointment as Registered Agent of
BOCA/MAS CONSULTANTS INC. and am familiar with the provisions of section
607.325 of the Florida General Corporation Act.

Dated: March 26, 2001


GERARD MACCIOLI
Registered Agent

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