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To: Division of Corporations
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From: Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
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FLORIDA PROFIT CORPORATION OR P.A.

Brian N. Phillip & Associates Inc.

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**ARTICLES OF INCORPORATION
OF**

Brian N. Phillip & Associates Inc.

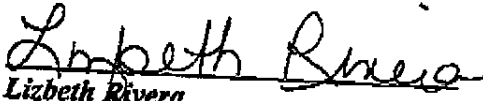
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THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607, of the Revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is: Brain N. Phillip & Associates Inc.
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue are 1,000 with no par value
5. The principal physical and mailing address of the corporation will: 6301 Biscayne Blvd., Suite 101, Miami, FL 33138 and the name of its initial registered agent at such address is: Reginald A. Mathis
6. The name and address of the sole incorporator is:
Lizbeth Rivera , c/o **BlumbergExcelsior** Corporate Services, Inc.,
62 White Street, 2nd Floor, New York, NY 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: May 21, 2001


Lizbeth Rivera
Sole Incorporator

Blumberg Excelsior Corporate Services
62 White Street
New York, NY 10013
(212) 431-5000

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BLUMB CORP SVCS

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ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of Brian N. Philip & Associates Inc., the within named corporation.

Dated: May 21, 2001


Reginald A. Marks
Registered Agent

Blumberg Excelsior Corporate Services
62 White Street
New York, NY 10013
(212) 431-5000

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