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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To: Division of Corporations

Fax Number : (850)205-0381 From:

Account Name : EMPIRE CORFORATE KIT COMPANY Account Number : 072450003255 Phone : (305)634-3694 Fax Number : (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

WILLIAM K. MILLER & ASSOCIATES, INC.

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ARTICLES OF INCORPORATION

OF

WILLIAM K. MILLER & ASSOCIATES, INC.

The undersigned, for the purpose of forming a Corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE L - CORPORATE NAME

The name of the Corporation is WILLIAM K. MILLER & ASSOCIATES, INC., a Florida corporation.

ARTICLE IL - CORPORATE DURATION

The duration of the Corporation is perpetual, and the Corporate existence is to commence upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III. - PURPOSE AND POWERS

The general purposes for which the Corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act, and to engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to any other business of the Corporation.

ARTICLE IV. - CAPITALIZATION

The aggregate number of shares the Corporation is authorized to issue is 100. Such shares shall be of a single class and shall have no par value.

ARTICLE V. - REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of the Corporation is 117 Curtiss Parkway, Suite A, Miami Springs, FL 33166, and the name of its initial registered agent at such address is William K. Miller. The principal office and mailing address of the corporation is 117 Curtiss Parkway, Suite A,

This instrument prepared by:

DANIEL E. JONAS, ESQ. JONAS & SILBERMAN, P.A. 300 71st Street, Suite #405 Miami Beach, FL 33141 Florida Bar No. 309850 Tel: (305) 866-7621



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ARTICLE VI. - DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is one. The name and address of the person who is to serve as member of the initial Board of Director is as follows:

William K. Miller 117 Curtiss Parkway, Suite A Miami Springs, FL 33166

ARTICLE VII. - INCORPORATORS

The name and address of the incorporator is:

William K. Miller 117 Curtiss Parkway, Suite A Miami Springs, FL 33166

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation at Miami Beach, Miami-Dade County, Florida on this 7th day of June, 2001.

WILLIAM K. MILLER

STATE OF FLORIDA: SS.

COUNTY OF MIAMI-DADE:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared William K. Miller and he acknowledged before me that he is the subscriber to these Articles of Incorporation and he has acknowledged that he has signed same on this 7th day of June, 2001, and who did take an oath.



Notary Public at Large, Stale of Florida My commission expires:



CITY NATIONAL BANK BUILDING + 200 7HT STREET, SUITE 403 + MIAMI BEACH, FLORIDA 3341 + TEL WOMON BUILDING + 200 7HT STREET, SUITE 403 + MIAMI BEACH, FLORIDA 3341 + TEL WOMON BUILDING + 200 7HT STREET, SUITE 403 + MIAMI BEACH, FLORIDA 3341 + TEL WOMON BUILDING + 200 7HT STREET, SUITE 403 + MIAMI BEACH, FLORIDA 3341 + TEL WOMON BUILDING + 200 7HT STREET, SUITE 403 + MIAMI BEACH, FLORIDA 3341

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ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT

COMES NOW, WILLIAM K. MILLER, and hereby acknowledges his appointment as the registered agent of WILLIAM K. MILLER & ASSOCIATES, INC., a Florida corporation, and he is familiar with, and accepts, the obligations of that position.

K. MILLER

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DIVISION OF CORPORATION

CITY NATIONAL BANK BUILDING - THE SHORE

JONAS AND SILEKEMAN, R.A.