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LAW OFFICES OF DAVID A. FINKELSTEIN, P.A. 20533 BISCAYNE BLVD SUITE 317 AVENTURA, FLORIDA 33180 PHONE: (305) 865-6368 FAX: (305) 513-5650

August 7, 2001

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Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: Compliance Consultants, Inc.

To Whom It May Concern:

Enclosed are the following for the above referenced corporation for profit:

- 1. Articles of Incorporation to be filed with the Division of Corporation.
- 2. A certificate of registered agent/ registered office.
- 3. Check # 11061 paid to the Division of Corporation in the amount of \$78.75. Said amount to be applied towards the filing fee, the registered agent fee, and the fee for a Certificate of Status.
- 4. A self addressed stamped envelope for the certificate of status.

Thank you for your cooperation with the formation of this corporation. If you have any questions concerning the forgoing please contact me at the above address and telephone number.

Sincerely,

David A. Finkelstein, Esq.



Jul-17-01 05:58P

ARTICLES OF INCORPORATION OF COMPLIANCE CONSULTANTS INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE NAME

The name of the corporation is Compliance Consultants, Inc.

ARTICLE TWO PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 611 Lincoln Road Suite 201 Florida 33139

ARTICLE THREE CORPATE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR PURPOSES

The general purposes for which the corporation is organized are:

1. To provide code compliance consultation.

2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the forgoing.

ARTICLE FIVE STOCK

The aggregate number of shares which the corporation is authorized to issue is 1000 shares. Such shares shall be of a single class and have no par value.

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ARTICLE SIX REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the corporation is David A. Finkelstein, Esq., at David A. Finkelstein, P.A. at 20533 Biscayne Blvd Suite 317 Aventura, Florida 33180.

ARTICLE SEVEN DIRECTORS

The number of directors constituting the initial board of directors of the corporation is (2). The name and address of each person who is to serve as a member of the board of directors is;

a.) Samuel Dan, at 611 Lincoln Road, Suite 201 Miami Beach, FL 33139.

b.) Fredrick Chelly at 611 Lincoln Road Suite 201, Miami Beach, FI 33139

ARTICLE EIGHT INCORPORATORS

The name and address of the incorporators are :

a.) Samuel Dan, at 611 Lincoln Road, Suite 201 Miami Beach, FL 33139.

b.) Fredrick Chelly at 611 Lincoln Road Suite 201, Miami Beach, FI 33139

ARTICLE NINE STATED CAPITAL

The amount of stated capital with which the corporation shall begin business is one thousand dollars (\$1000.00).

IN WITHNESS WILLREOF, the undersigned incorporator has executed these Articles of Incorporation on this 17+h day of 3u+4 (1990).

Samuel Dan Incorporator Fre k Chelly Incorporator

CERTIFICATE OF DESIGNATION OF REGISTED AGENT/REGISTERED OFFICE

TO: Secretary of State State of Florida

PURSUANT TO THE FLORIDA GENERAL CORPORATIONS ACT, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAW OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Compliance Consultants Inc.

2. The name and address of the registered agent and office is:

David A. Finkelstein, Esq. 20533 Biscayne Blvd. Suite 317 Aventura, Fl 33180

Having been named as registered agent and accept service of process for the above stated corporation at the place designated in this certificate, I hereby acception appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and, I am familiar with and accept the obligations of my position as registered agent.

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David A. Finkelstein, Esq. Registered Agent

STATE OF FLORIDA COUNTY OF DADE		~ 1
Sworn to and subscribed before me $Hujust$, 2001.	771 day of	
>	NOTARY PUBLIC State of Florida	
Personally known	_or produced identification	Lawrence Tolchinsky MY COMMISSION # CC806687 EXPIRE. February 4, 2003 BONDED THRU TROY FAIN INSURANCE, INC.
Identification produced	a n an 11 7	