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Florida Department of State  
Division of Corporations  
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To:  
Division of Corporations  
Fax Number : (850) 205-0381

From:  
Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

PHOENIX INTERNATIONAL CONSULTING, INC.

Certificate of Status	0
Certified Copy	1
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02 FEB 27 AM 10:05  
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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
PHOENIX INTERNATIONAL CONSULTING, INC.**

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TALLAHASSEE, FLORIDA

**THE UNDERSIGNED**, subscribed to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

**ARTICLE I. CORPORATE NAME**

The name of this Corporation (hereafter the "Corporation") shall be: PHOENIX INTERNATIONAL CONSULTING, INC.

**ARTICLE II. NATURE OF BUSINESS**

The Corporation primary business is providing consulting services primarily to banks and health organizations regarding support systems, to include but not limited to information technology systems, operational systems, purchasing and human resources policies and procedures.

**ARTICLE III. INITIAL PRINCIPAL OFFICE**

The street and mailing address of the initial principal office of this Corporation in the State of Florida shall be:

8180 N.W. 36<sup>th</sup> Street, Suite 230  
Miami, Florida 33166

**ARTICLE IV. NUMBER OF AUTHORIZED SHARES**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time in One million (1,000,000) shares of common stock.

**ARTICLE V. REGISTERED AGENT & INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

John F. Stumpff  
1540 N.W. 101 Avenue  
Plantation, Florida 33322

**ARTICLE VI INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

John F. Stumpff  
1540 N.W. 101 Avenue  
Plantation, Florida 33322

**IN WITNESS WHEREOF**, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 25th day of February, 2002.

\_\_\_\_\_  
JOHN F. STUMPF  
Incorporator

**CERTIFICATE DESIGNATING AGENT UPON WHOM PROCESS  
MAY BE SERVED AND THE PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THE STATE OF FLORIDA**

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted:

**PHOENIX INTERNATIONAL CONSULTING, INC.** Desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation at 8180 N.W. 36th Street, Suite 230, Miami, State of Florida 33166 has named John F. Stumpff as its registered agent to accept service of process within this state.

**ACKNOWLEDGMENT AND ACCEPTANCE:**

Having been named as the registered agent for the above Corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept such appointment and acknowledgment that I am familiar with and accept the obligations and responsibilities of such office as provided for in Florida Statutes 607.0505.

  
John F. Stumpff - Registered Agent

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