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May 3, 2002

Secretary of State  
Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, Florida 32314

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-05/06/02--01097--003  
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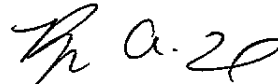
Re: Blythe Mandelbaum Consulting, Inc.

Dear Sir/Madam:

Enclosed herein are the Articles of Incorporation for Blythe Mandelbaum Consulting, Inc., and a check in the amount of \$78.50 to cover fees for filing the same. Please file this corporation and return a certified copy of filed Articles along with a certificate indicating that the corporation has been properly filed and is authorized to do business in Florida to me.

Thank you for your assistance. If you have any questions, please don't hesitate to contact me.

Very truly yours,



Rachelle A. Levy

Enclosure

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 MAY -6 PM 2:29

RECEIVED MAY 6 2002

ARTICLES OF INCORPORATION  
OF  
BLYTHE MANDELBAUM CONSULTING, INC.

FILED STATE  
SECRETARY OF FLORIDA  
TALLAHASSEE, FLORIDA  
02 MAY - 9 PM 2:30

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves to form a corporation under the Laws of the State of Florida.

ARTICLE I - NAME

The name of this non-profit corporation is: BLYTHE MANDELBAUM CONSULTING, INC.

ARTICLE II - STREET ADDRESS

The street address of the initial principal office is: 7731 S.W. 94 Terrace, Miami, Florida 33156.

ARTICLE III - DURATION

This corporation is to exist perpetually, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of \$1.00 par value common stock.

#### ARTICLE VI - PRE-EMPTIVE STOCK

Every shareholder, upon sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share of (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this corporation is Blythe Mandelbaum, 7731 S.W. 94 Terrace, Miami, Florida 33156.

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The name and address of the initial director of this corporation is Blythe Mandelbaum, 7731 S.W. 94 Terrace, Miami, Florida 33156.

#### ARTICLE IX - SUBSCRIBERS

The name and address of the subscriber to these Articles of Incorporation is Blythe Mandelbaum, 7731 S.W. 94 Terrace, Miami, Florida 33156.

#### ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director, to the full extent as permitted by law.

#### ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, or amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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

In pursuance of chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act: First, that BLYTHE MANDELBAUM CONSULTING, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Miami-Dade County, State of Florida, has named Blythe Mandelbaum, 7731 S.W. 94 Terrace, Miami, Florida 33156, as its agent to accept Service of Process within this State.

**ACKNOWLEDGMENT**

Having been named as registered agent and to accept Service of Process for the above-stated Corporation at the place designated in this certificate, I hereby accept the 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.

Blythe Mandelbaum  
BLYTHE MANDELBAUM

5/2/2002  
Date  
Registered Agent

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of  
Incorporation this 2 day of May, 2002.

Blythe Mandelbaum  
BLYTHE MANDELBAUM

STATE OF FLORIDA                    )  
  )SS:  
COUNTY OF MIAMI-DADE        )

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly  
authorized to administer oaths and take acknowledgements, BLYTHE MANDELBAUM, to  
me well known to be the person described in and who executed the foregoing and that she  
acknowledged before me that she executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal  
at said County and State, this 2 day of May, 2002.

[Signature]  
NOTARY PUBLIC -  
STATE OF FLORIDA, at Large



(Print, type or stamp commission name of notary)  
My commission expires:

Personally known ✓ or produced identification N/A  
Type of identification produced \_\_\_\_\_

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 MAY - 6 PM 2:30