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**WALDMAN FELUREN
& TRIGOBOFF, P.A.**

ATTORNEYS AT LAW

2200 NORTH COMMERCE PARKWAY • SUITE 202 • WESTON, FLORIDA 33326
TELEPHONE (954) 467-8600 • FACSIMILE (954) 467-6222

September 9, 2002

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

200007640662--6
-09/10/02--01059--008
*****70.00 *****70.00

Re: A. Theis Consulting, Inc.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation of A. Theis Consulting, Inc. Also enclosed is a check in the amount of \$70.00 representing the filing fee for same.

Kindly see that these Articles are filed and mail a stamped copy of same in the enclosed pre-addressed, postage-paid envelope.

Thank you for your assistance.

Very truly yours,

Renee Peavey
Renee Peavey,
Secretary to Mark S. Feluren

/rp
Enclosures

FILED
2002 SEP 10 AM 11:15
TALLAHASSEE FLORIDA
SECRETARY OF STATE

✓
9/10/02

EFFECTIVE DATE
9/6/02
ARTICLES OF INCORPORATION

FILED

2002 SEP 10 AM 11:15

SECRETARY OF STATE
TALLAHASSEE FLORIDA

OF

A. THEIS CONSULTING, INC.

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The name of the corporation (hereinafter called the "Corporation") is A. Theis Consulting, Inc.

SECOND: The principal office of the Corporation shall be located at 9 Navarro Isle, Fort Lauderdale, Florida 33301. The mailing address of the Corporation is 9 Navarro Isle, Fort Lauderdale, Florida 33301.

THIRD: The aggregate number of shares which the Corporation shall have authority to issue is 1,000, all of which are of a par value of \$0.01 each and are of the same class and are to be common shares.

FOURTH: The number of directors constituting the initial Board of Directors of the Corporation is one which may be increased by the bylaws.

The name and address of the person who is to serve as the sole member of the initial Board of Directors of the Corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ann Fierro	9 Navarro Isle Fort Lauderdale, FL 33301

FIFTH: The address of the initial registered agent of the Corporation in the State of Florida is 2200 North Commerce Parkway, Suite 202, Weston, Florida 33326 and the name of the initial registered agent of the Corporation at such address is Waldman Feluren & Trigoboff, P.A.

SIXTH: The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Ann Fierro	9 Navarro Isle Fort Lauderdale, FL 33301

SEVENTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be in a capacity entitling such person to be indemnified, and shall inure to the benefit of the heirs, executors and administrators of such a person.

EIGHTH: The corporate existence of the Corporation shall commence as of the date and time upon which these Articles of Incorporation shall have been signed by the incorporator.



Ann Fierro, Incorporator

Signed on September 6, 2002

Acceptance of Appointment by Registered Agent

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned does hereby accept its appointment as registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.

Waldman Feluren & Trigoboff, P.A.

By: 

Mark S. Feluren, President

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