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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212)431-5000
Fax Number : (212)431-1441

FLORIDA PROFIT CORPORATION OR P.A.

CORNERSTONE CONSULTING GROUP INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDAARTICLES OF INCORPORATION
OF
CORNERSTONE CONSULTING GROUP INC.

The undersigned sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

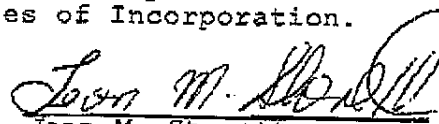
1. The name of the corporation is: **CORNERSTONE CONSULTING GROUP INC.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are *management consulting* and to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is **1,000** shares at **no** par value and of one class.
5. The principal address and mailing address of the corporation will be: **801 Waterside Lane, Bradenton, Florida 34209**
6. The address of the initial registered office will be **801 Waterside Lane, Bradenton, Florida 34209**, and the name of its registered agent at such address is: **Nancy Errico**
7. The number of directors constituting the initial board of directors is **two** and the names and addresses of the persons who are to serve as members thereof are as follows:

Nancy Errico 801 Waterside Lane Bradenton, Florida 34209	Glenn Edwards 825 Wilshire Boulevard, #546 Santa Monica, California 90401
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8. The name and address of the sole incorporator is:
Jean M. Sherett
c/o BlumbergExcelsior Corporate Services, Inc.
62 White Street, New York, New York 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Date: October 15th, 2002.

BlumbergExcelsior Corporate Services, Inc.
62 White Street, NYC 10013
(212) 431-5000


Jean M. Sherett
Sole Incorporator

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H02000212582 9

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ACCEPTANCE OF REGISTERED AGENT

I, the undersigned, hereby accept appointment as Registered Agent of **CORNERSTONE CONSULTING GROUP, INC.** the within named Corporation.

Dated: October 15, 2002

Nancy Errico
Nancy Errico
Resident Agent

BlumbergExcelsior Corporate Services, Inc.
62 White Street, New York, New York 10013
(212) 431-5000

H02000212582 9