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FILED

02 DEC 27 PM 3:00

SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED

02 DEC 27 PM 1:27

DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

CT CORPORATION

December 27, 2002

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

Re: Order #: 5748376 SO
Customer Reference 1:
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

MS Reeder, Ltd (FL)
Incorporation
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Connie R Bryan
Manager Fulfill Ctr
Connie_Bryan@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 27, 2002

C T CORPORATION SYSTEM

SUBJECT: MS REEDER, LTD
Ref. Number: W02000036001

RECEIVED
02 DEC 30 PM 12:16
DIVISION OF CORPORATION

We have received your document for MS REEDER, LTD. However, the document has not been filed and is being returned for the following:

The use of the abbreviation "Ltd." does not clearly indicate that this is a corporation instead of a partnership. Therefore, please remove the abbreviation "Ltd." from the corporate name.

✓ The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Corporate Specialist
New Filings Section

Letter Number: 102A00067641

12/30

* Please backdate to:

Dec 27th, 2002

Thanks!

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

MS Reeder, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

210 Nurmi Drive, Ft. Lauderdale, FL. 33301

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Executive Search Firm

ARTICLE IV SHARES

The number of shares of stock is:

1000

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s), address(es) and title(s):

FILED
02 DEC 27 PM 3:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

C T Corporation System, c/o C T Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

**John J. Scroggin
647 Mimosa Boulevard
Roswell, GA 30075**

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

C T Corporation System

CONNIE BRYAN

By:

SPECIAL ASSISTANT SECRETARY

Signature/Registered Agent

12/27/02
Date

Signature/Incorporator

12-26-02
Date