

Division of Corporations

Date 10/02

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FLORIDA PROFIT CORPORATION OR P.A.

Peregrine Consulting Corp.

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Certificate of Incorporation

of

Peregrine Consulting Corp.

Pursuant to Chapter 607 of the Business Organization Statutes of the State of Florida

The undersigned, a natural person of at least eighteen (18) years of age, for the purpose of forming a corporation under the 2002 Business Organization Statutes of the State of Florida, certifies that:

FIRST: The name of the corporation (hereinafter referred to as the "Corporation") is

Peregrine Consulting Corp.

SECOND: The nature of the business of the Corporation and its purpose is to engage in any lawful act or activity for which corporations may be engaged under the Business Organization Statute of the State of Florida.

THIRD: The principal place of business and mailing address of the Corporation is to be 2700 N. Military Trail, Ste.100, Boca Raton, FL 33431

FOURTH: The aggregate number of shares, which the Corporation shall have authority to issue is one thousand (1,000) shares, par value of \$ 01 per share.

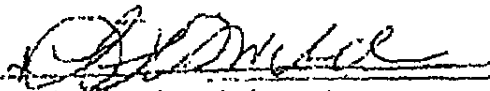
FIFTH: The name and address of the registered agent of the Corporation is Louisa Michelin, 2700 N. Military Trail, Ste.100, Boca Raton, FL 33431

SIXTH: The name and address of the incorporator are as follows: Alan P. Fraade, Esq. c/o Mintz & Fraade, P.C. 488 Madison Avenue, New York, New York 10022.

SEVENTH: The name and street address of Florida registered agent:

Name: Louisa Michelin, 2700 N. Military Trail, Ste.100, Boca Raton FL 33431

EIGHTH: Registered Agent's acceptance: Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in my application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

IN WITNESS WHEREOF, this Certificate has been subscribed this 14th day of May 2003 by the undersigned, who affirms that the statements made herein are true under the penalties of perjury.

x/s/Alan P. Fraade
Alan P. Fraade, Esq. Incorporator
c/o Mintz & Fraade, P.C.
488 Madison Avenue
New York, New York 10022

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