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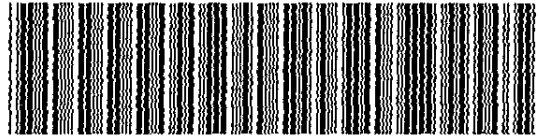
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03 AUG 22 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

✓

in 8/27

8/20/2003

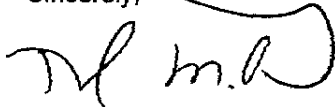
Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

Attached please find Articles of Incorporation for SimPLICIT Consulting, Inc. These were sent on 8/7/2003, but inexplicably returned by the USPS. Therefore, the date of incorporation is listed as 8/7/2003; however if this presents a problem, please simply adjust to whatever date is acceptable.

Thank you in advance for your assistance in this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "DM Ostrower", with a large, sweeping flourish at the end.

David M. Ostrower
President

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ARTICLES OF INCORPORATION OF
Simplicit Consulting, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of the corporation shall be Simplit Consulting, Inc.

ARTICLE II: PLACE OF BUSINESS

The corporation shall have its initial address at 4950 NW 54th Street, Coconut Creek, FL 33073.

ARTICLE III NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida., or any other state, county, territory or nation.

ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$.0001 per share.

ARTICLE V OFFICERS

The name and address of the initial director(s) shall be:

David M. Ostrower
4950 NW 54th Street
Coconut Creek, FL 33073

ARTICLE VI ADDRESS OF REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 4950 NW 54th Street, Coconut Creek, FL 33073 and the name of the initial Registered Agent for the corporation at that address is David Mitchell Ostrower.

ARTICLE VII: INCORPORATOR

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The name and address of the incorporator is: David M. Ostrower, 4950 NW 54th Street, Coconut Creek, FL 33073

ARTICLE IX: SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI: TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII: LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII: SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

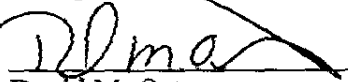
This corporation shall have a minimum of one director. The initial Board of Directors shall consist of one director, who shall be David Mitchell Ostrower

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IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 7th
day of August, 2003.

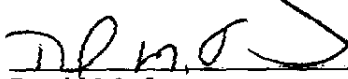
STATE OF FLORIDA
COUNTY OF BROWARD

Incorporator:



David M. Ostrower

Registered Agent:



David M. Ostrower

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

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TALLAHASSEE, FLORIDA