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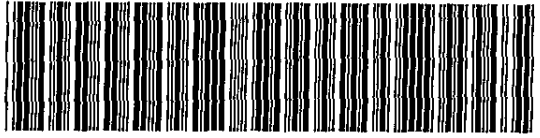
(Business Entity Name)

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11-14-03

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ARTICLES OF INCORPORATION  
OF  
JAMES E. BYRNE CONSULTING, INC.

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Article I

Name

The name of this corporation shall be James E. Byrne Consulting, Inc. (hereinafter referred to as "corporation").

Article II

Principal Place of Business

The principal place of business/ mailing address is 2200 NE 33<sup>rd</sup> Avenue, Suite 9K; Fort Lauderdale, Florida 33305.

Article III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Capital Stock

There shall only be one class of stock. This corporation is authorized to issue 10,000 shares at \$1.00 par value common stock, which shall be designated "common shares." The consideration to be paid for each share shall be fixed by the Board of Directors.

The aggregate par value of all the shares of stock of this corporation is \$10,000.

All voting powers of this corporation shall be vested in the common stock above-designated.

Article V

Initial Officers and/or Directors

The number of the directors of the corporation shall be one, which number may be increased or decreased pursuant to the By-Laws of the corporation.

The name of the director who shall act until the first annual meeting or until his successor is duly chosen and qualify is: John M. Byrne, whose address is 2200 NE 33<sup>rd</sup> Avenue, Suite 9K, Fort Lauderdale, Florida 33305.

Article VI

Registered Agent

The name and street address of the registered agent is: John M. Byrne, 2200 NE 33<sup>rd</sup> Ave, Suite 9K, Fort Lauderdale, FL 33305.

Article VII

Incorporator

The name and address of the incorporator, who is 18 years or older, forming a corporation under the general laws of Florida is: John M. Byrne, 2200 NE 33<sup>rd</sup> Ave, Suite 9K, Fort Lauderdale, FL 33305.

Article VIII  
Preemptive Rights

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Any shareholder, upon the sale, by the corporation, for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article IX  
Stock and Stockholders

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than 35 persons, counting husband and wife as one shareholder for this purpose. Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

Article X  
Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of incorporation this 4<sup>th</sup> day of November, 2003.

\_\_\_\_\_  
Incorporator  
Registered Agent

