Division of Corporations

## 03000 135816

#### Florida Department of State

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Division of Corporations

Fax Number : (850) 205-0381

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053

Phone

: (305) 672-0686

Fax Number

: (305)672-9110

#### FLORIDA PROFIT CORPORATION OR P.A.

Nexus Integrated Accounting P.A.

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Page | of 1

#### H03000320684

#### ARTICLES OF INCORPORATION

#### Article I. Name

The name of this Florida corporation is: Nexus Integrated Accounting P.A.

The Corporation is being formed for the practice of accounting and all other activities permitted under applicable law.

#### Article II. Address

The Corporation's mailing address is: Nexus Integrated Accounting P.A. 1825 Ponce de Leon Blvd. Suite 304 Coral Gables FL 33134

#### Article III. Registered Agent

The name and address of the Corporation's registered agent is: Andres Gonzalez 1825 Ponce de Leon Blvd. Suite 304 Coral Gables FL 33134

# TALLAHASSEE FLORIDA

#### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Andres Gonzalez

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

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#### H03000320684

#### Article V. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value \$.01 per share.

#### Article VI. Incorporator

The name and address of the incorporator is: Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139

#### Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on November 19, 2003.

The undersigned incorporator executed these Articles of Incorporation on November 19, 2003.

CORPORATE CREATIONS INTERNATIONAL INC.

Franco E. Cammarata Vice President and Counsel

by D. Stoutt as attorney-in-fact

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### CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

#### CORPORATION:

Nexus Integrated Accounting P.A.

#### REGISTERED AGENT/OFFICE:

Andres Gonzalez 1825 Ponce de Leon Blvd. Suite 304 Coral Gables FL 33134 03 NOV 19 AM 7: 15

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

ANDRES GONZALEZ

by D. Stoutt as attorney-in-fact

Date: November 19, 2003

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