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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 16, 2004

EMPIRE CORPORATE KIT COMPANY

SUBJECT: SNW CONSULTING, INC.
REF: W04000006511

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION
OF
SNW CONSULTING, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is SNW CONSULTING, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State for the State of Florida.

ARTICLE IV

The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida General Corporation Act of the State of Florida.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is Five Hundred (500) shares of capital stock, \$.001 par value per share, which capital stock is designated as Common Stock.

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TALLAHASSEE, FLORIDA

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Prepared by:
Mark J. Bryn, Esquire
Florida Bar # 321862
1 South Biscayne Blvd.
Suite 2600
Miami, Florida 33131
(305) 374-0501

ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation shall be one (1). The number of directors may be increased or diminished from time to time by a vote of the shareholders, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Shari Weidenbaum
5799 Waterford
Boca Raton, Florida 33496

ARTICLE VII

The name and address of the incorporator signing these Articles are:

Mark J. Bryn
2 South Biscayne Boulevard
Suite 2680
Miami, Florida 33131

ARTICLE VIII

The name and address of the initial registered agent and the initial registered office are:

Mark J. Bryn
2 South Biscayne Boulevard
Suite 2680
Miami, Florida 33131

ARTICLE IX

The initial By-laws of the corporation shall be adopted by the directors. Thereafter, By-laws of the corporation may be adopted, altered, amended or repealed from time to time only by the shareholders of the corporation.

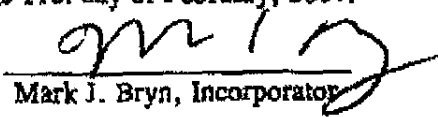
Prepared by:
Mark J. Bryn, Esquire
Florida Bar # 321842
2 South Biscayne Blvd.
Suite 2680
Miami, Florida 33131

ARTICLE X

The principal place of business and mailing address of this corporation is:

5799 Waterford
Boca Raton, Florida 33496

EXECUTED at Miami-Dade, Florida, this 11th day of February, 2004.


Mark J. Bryn, Incorporator

Prepared by:
Mark J. Bryn, Esquire
Florida Bar # 321842
2 South Biscayne Blvd.
Suite 2500
Miami, Florida 33131
(305) 374-030

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CERTIFICATE DESIGNATING REGISTERED AGENT


AND REGISTERED OFFICE

In accordance with Section 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof:

SNW CONSULTING, INC. desiring to organize under the laws of the State of Florida, hereby designates Mark J. Bryn as its registered agent and 2 South Biscayne Boulevard, Suite #2680, Miami, Florida 33131, as its registered office.

ACCEPTANCE

Having been named as Registered Agent for the above-named corporation, I hereby agree to act in such capacity for such corporation at its registered office.


Mark J. Bryn

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Prepared by:
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