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From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 Phone : (305)634-3694 Fax Number : (305)633-9696 04 MAY -7 AM 9: 2

FLORIDA PROFIT CORPORATION OR P.A.

david shanks consulting, inc.

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ARTICLES OF INCORPORATION

OF

DAVID SHANKS COMBULTING, INC.

05/67/1999 The Rundersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is DAVID SEARCE CONSULTING, INC.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 100, all of which shall be common shares with par value of \$1.00.

ARTICLE V. REGISTERED OFFICE

The street address of the initial registered office of the corporation is 1901 South Congress Ave. Suite 120, Boynton Beach, Florida 33426, and the name of the initial registered agent is: William R. Merkle.

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ARTICLE VI. PRINCIPAL PLACE OF BUSINESS

The screet address of the principal office of the corporation shall be 4602 Whitefeather Trail, Boynton Beach, Florida 33436 and its Post Office Address shall be P.O. Box 4272, Boynton beach, Fl

ARTICLE VII. DIRECTORS

The names and addresses of the Officers and shareholders of this corporation are:

NAME

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65787/3**3424**jn, m.

ADDRRESS

OFFICE

David L. Shanks 4602 Whitefeather Trail Boynton Beach, FL 33436:

President/ Secretary Treasurer

.The corporation shall not have directors and the business affairs of the corporation shall be conducted by its shareholders.

ARTICLE VIII. INCOMPORATORS

The name and address of the Incorporator of the corporation is:

NAME

ADDRESS

David L. Shanks

Mille. . . .

4602 Whitefeather Trail Boynton Beach, FL 33436

ARTICLE IX. AMENDMENT TO ARTICLES OF INCORPORATION

The power to adopt, alter, amend or repeal the Articles of Incorporation of this corporation shall be vested in the Shareholders.

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ARTICLE X. INDEMNIFICATION

The corporation shall indemnify its shareholders, officers, employees and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 5 % day of May, 2004.

0%/07/2004 (jn: 1)

David L. Shanks

STATE OF FLORIDA)

SS:
COUNTY OF PALM BRACH)

on this 5 day of May, 2004, before me, the undersigned officer, personally appeared David L. Shanks known to me to be the person whose name is subscribed to the within instrument, and he acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

A. A. B. C. S. S.

COUNTY OF

The same of

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WATEGOM R. Markle
WATEGOM & DOTSIESS EXPRES
NOVEMBER THRUTTERS NECESSARY
WORDER THRUTTERS NECESSARY

William R. Merkle

NOTARY PUBLIC, STATE OF

FLORIDA AT LARGE

Personally known to me Or produced identification:

STATE OF FLORIDA SECRETARY OF STATE

Certificate Designating Place of Business or Domicile for the Charling of Process within this State, naming Agent Upon Whom Process May be Served and Names and Addresses of the Officers and Directors.

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NAME OF CORPORATION

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

DAVID SHANKS CONSULTING, INC., a corporation organized under the laws of the State of Florida, with its principal office at 4602 mw/ewhitefeather Trail, Boynton Beach, Florida 33436 has named William R. Merkle, as its agent to accept service of process within this State at its registered office at 1901 South Congress Ave, Suite 120, Boynton Beach, Florida 33426.

DATED: May 5 , 2004.

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ACCEPTANCE AND ACKNOWLEDGMENT:

I agree as Resident Agent to accept Service of Process: to keep the office open during prescribed hours: to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.

Dated: May ____, 2004.

OR Merchel

Registered Agent

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