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WOS-8958

Scott M. Behren, P.A.

ATTORNEY AT LAW

2853 Executive Park Drive Suite 103 Weston, Florida 33331

Telephone: (954) 385-5433 Facsimile: (954) 384-8635 Email: sbehren@bellsouth.net or sbehren@behrenlaw.com

February 24, 2005

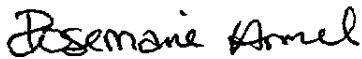
Cynthia Blalock
Document Specialist
New Filings Section
Florida Department of State

Subject :Michael Stanley Consulting, Inc.
Ref. Number: W05000008958

Dear Ms. Blalock,:

Enclosed are the original and a copy of the articles of Incorporation of Michael Stanley Consulting, Inc. as you requested in reference letter :605A00012061.
If you have any questions concerning these documents, please call (954) 385-5433.

Respectfully,



Rosemarie Armel
Assistant to Scott M. Behren ,Esq.



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 21, 2005

SCOTT M. BEHREN, ESQ.
2853 EXECUTIVE PK DR STE 103
WESTON, FL 33326

SUBJECT: MICHAEL STANLEY CONSULTING, INC.
Ref. Number: W05000008958

We have received your document for MICHAEL STANLEY CONSULTING, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please complete the registered agents address in article five.,

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Cynthia Blalock
Document Specialist
New Filings Section

Letter Number: 605A00012061

ARTICLES OF INCORPORATION

OF

MICHAEL STANLEY CONSULTING, INC.

APPROVED
AND
FILED
05 FEB 28 PM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The name of the corporation (hereinafter called the "Corporation") is Michael Stanley Consulting, Inc.

SECOND: The principal office of the Corporation shall be located at 849 Tanglewood Circle, Weston, FL 33327. The mailing address of the Corporation is 849 Tanglewood Circle, Weston, FL 33327.

THIRD: The aggregate number of shares which the Corporation shall have authority to issue is 1,000, all of which are of a par value of \$0.01 each and are of the same class and are to be common shares.

FOURTH: The number of directors constituting the initial Board of Directors of the Corporation is one which may be increased by the bylaws.

The name and address of the person who is to serve as the sole member of the initial Board of Directors of the Corporation is as follows:

NAME

ADDRESS

Michael Stanley

849 Tanglewood Circle
Weston, FL 33332

FIFTH: The address of the initial registered agent of the Corporation in the State of Florida is 1776 N. Pine Island Road, Suite 124 and the name of the initial registered agent of the Corporation at such address is Dr. J. Harold Stanley.

SIXTH: The name and address of the incorporator is:

NAME

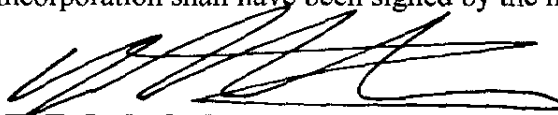
ADDRESS

Michael Stanley

849 Tanglewood Circle
Weston, FL 33327

SEVENTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be in a capacity entitling such person to be indemnified, and shall inure to the benefit of the heirs, executors and administrators of such a person.

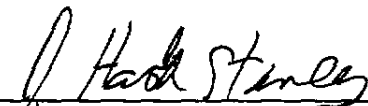
EIGHTH: The corporate existence of the Corporation shall commence as of the date and time upon which these Articles of Incorporation shall have been signed by the incorporator.



Michael Stanley, Incorporator
Signed on February 8, 2005

Acceptance of Appointment by Registered Agent

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned does hereby accept its appointment as registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation. My adress is 1776 N. Pine Island Road Suite 124 Plantation, FL 33322-

By: 
Dr. J. Harold Stanley