

CAPITAL CONNECTION

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## Florida Department of State

Division of Corporations

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## To:

Division of Corporations

Fax Number : (850) 205-0381

## From:

Account Name : YOUR CAPITAL CONNECTION, INC.

Account Number : I20000000257

Phone : (850) 224-8870

Fax Number : (850) 224-7047

## FLORIDA PROFIT CORPORATION OR P.A.

## INDEPENDENT CONSULTING CORP.

Certificate of Status	0
Certified Copy	0
Page Count	03
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**ARTICLES OF INCORPORATION  
OF  
INDEPENDENT CONSULTING CORP.**

**ARTICLE 1. NAME**

The name of this corporation shall be INDEPENDENT CONSULTING CORP.

**ARTICLE 2. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of State. This corporation's duration shall be perpetual.

**ARTICLE 3. PURPOSE**

This corporation is being organized to engage in the transactions of any and all business activities permitted under the laws of the State of Florida.

**ARTICLE 4. CAPITAL STOCK**

This corporation shall have the authority to issue One Thousand shares at One Dollar (\$1.00) par value per share.

**ARTICLE 5. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

**ARTICLE 6. TRANSFER RESTRICTIONS**

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of capital stock of this corporation owned by the shareholder at the time of the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions  
Imposed By This Corporation's Articles Of Incorporation. A Copy Of  
Which Is On File At This Corporation's Principal Office."

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ARTICLE 7. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be one (1). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

LEONARD P. NADOLSKI  
5000 E. Grand River  
Howell, MI 48843

ARTICLE 8. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE 9. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office shall be:

5000 E. Grand River  
Howell, MI 48843

The name and address of the individual who shall serve as this corporation's initial registered agent at that address is:

Berlin Law Firm, P.A.  
1605 Main Street, Suite 910  
Sarasota, FL 34236

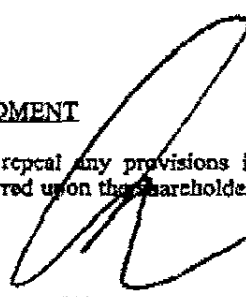
ARTICLE 10. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is:

Evan N. Berlin  
1605 Main Street, Suite 910  
Sarasota, FL 34236

ARTICLE 11. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

  
Evan N. Berlin, Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of INDEPENDENT CONSULTING CORP. I hereby state that I am familiar with and accept the duties and responsibilities as registered

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CAPITAL CONNECTION

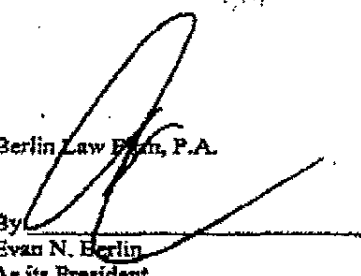
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agent for INDEPENDENT CONSULTING CORP.

Berlin Law Firm, P.A.

By   
Evan N. Berlin  
As its President  
Registered Agent

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