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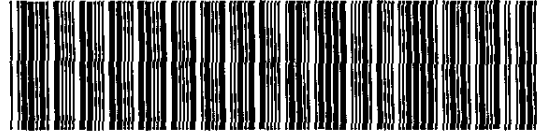
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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06 APR -7 PM 2:43

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Burch APR 10 2006



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 971619 96193A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 7, 2006

ORDER TIME : 1:18 PM

ORDER NO. : 971619-005

CUSTOMER NO: 96193A

DOMESTIC FILING

NAME: INCITE SOLUTIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 2933

EXAMINER'S INITIALS: \_\_\_\_\_

# ARTICLES OF INCORPORATION of InCite Solutions, Inc.

We, the undersigned, being of legal age and natural persons, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purposed of creating a corporation under the laws of the State of Florida.

## ARTICLE I

The name of this corporation and its initial principal office shall be:

InCite Solutions, Inc.  
9495 Sunset Drive  
Suite B285  
Miami, Fl 33173

## ARTICLE II

This corporation is organized for the sole and specific purpose of rendering professional information technology services within the State of Florida.

## ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$1.00	common

All of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash: at a just valuation to be fixed by the Board of Directors of this corporation.

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2006 APR -7 PM 3:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

#### ARTICLE V

The initial registered office of this corporation shall be at 9495 Sunset Drive Suite B285 Miami Florida, 33173 with the privilege of having its offices and branch offices at other places within or without of State of Florida. The initial registered agent at that address shall be Rhesa Montes.

#### ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

#### ARTICLE VII

The names and addresses of the first Directors of the corporation, who shall hold office for the first year, or until their successors are duly elected and qualified shall be:

Name	Address
Danton Harrylal	9495 Sunset Drive Suite B285 Miami, FL 33173
Alan Harrylal	9495 Sunset Drive Suite B285 Miami, FL 33173
Rhesa Montes	9495 Sunset Drive Suite B285 Miami, FL 33173

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### **ARTICLE VIII**

The names and address of the Subscriber:

Rhesa Montes

9495 Sunset Drive  
Suite B285  
Miami, FL 33173

### **ARTICLE IX**

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniary or otherwise interested in, or are director or officers of, such other corporation. Any director may be a member, may be a party to, or may be pecuniary or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested and shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract to transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

### **ARTICLE X**

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its stockholders and the dividends due them for any indebtedness of such stockholders to the corporation.

### **ARTICLE XI**

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

### **ARTICLE XII. SPECIAL PROVISION**

It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code.

**ARTICLE XIII. INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation:

Rhesa Montes

9495 Sunset Drive  
Suite B285  
Miami, FL 33173

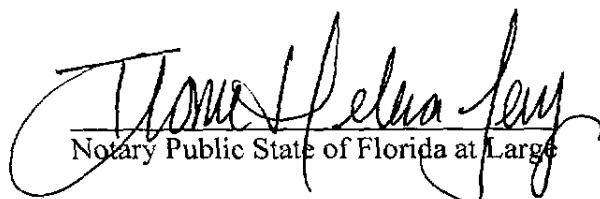
IN WITNESS WHEREOF, the undersigned, has set his hand and seals on 6  
day of April 2006.

  
Incorporator

STATE OF FLORIDA                    }  
  }  
COUNTY OF MIAMI-DADE         }

Before me, the undersigned authority, personally appeared Rhesa Montes, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that the executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 6 day of April, 2006.

  
Notary Public State of Florida at Large



Ivonne Helena Jerez  
Commission # DD338624  
Expires: JULY 18, 2008  
AARONNOTARY.com

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**


IN COMPLIANCE WITH THE FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED:

RHESA MONTES

9495 Sunset Drive  
Suite B285  
Miami, FL 33173

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE  
ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS  
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER  
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE  
TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES.

  
REGISTERED AGENT

  
DATE