

**Electronic Articles of Incorporation
For**

P06000050845
FILED
April 10, 2006
Sec. Of State
jshivers

BREAKWATER CONSULTING, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

BREAKWATER CONSULTING, INC.

Article II

The principal place of business address:

11420 U.S. HIGHWAY ONE
SUITE 169
NORTH PALM BEACH, FL. US 33408

The mailing address of the corporation is:

11420 U.S. HIGHWAY ONE
SUITE 169
NORTH PALM BEACH, FL. US 33408

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

CRAIG I KELLEY
1665 PALM BEACH LAKES BLVD.
SUITE 1000
WEST PALM BEACH, FL. 33401

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: CRAIG I. KELLEY, ESQUIRE

Article VI

The name and address of the incorporator is:

VINCENT BRENNER
11420 U.S. HIGHWAY ONE
SUITE 169
NORTH PALM BEACH, FL 33408

Incorporator Signature: VINCENT BRENNER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
VINCENT BRENNER
11420 U.S. HIGHWAY ONE, SUITE 169
NORTH PALM BEACH, FL. 33408 US

Title: VP
GRAHAM JOHANSON
640 GLEN IRIS DRIVE # 506
ATLANTA, GA. 30308 US

Article VIII

The effective date for this corporation shall be:

04/05/2006