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### ALLEY, MAASS, ROOKES & LINDSAY, P.A.

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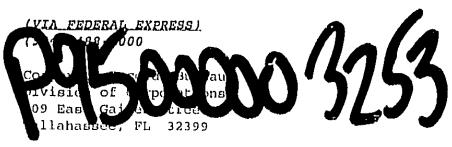
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CHOM IMPWARD CONFIDENCIAL

FORE LAUDRIDALS OFFICE SEC. 61 OF STREET CAMERAN MILIT AND FORE LAUDRIDALE FLORIDA SESIO COORS OF ORDER FACINGIES (SCH) FOR TOWN

January 9, 1995



8:0000003 8:76.1083 -01/11/95--01063--010 \*\*\*\*\*70.00 \*\*\*\*\*/0.00

RE: Management Consulting International, Inc.

Gentlemen:

HARRIST ALLER MID WATER

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FOWARD OF CLASS

PAGE H. CHEROSCH

DAVIDE HARER

FLEETER MALAGER ALTOMOTHE HANGER HUNTE HORSEMOT MILLIALL DOORS WARREN DE HASEN NE OKNED LINNERER

WILLIAM W. ATTEMPORE IN

Enclosed please find the original and one copy of Articles of Incorporation for the above-referenced corporation, together with our check in the amount of \$70.00 to cover the following:

Please have the Articles filed, effective January 9, 1995, and return the Certificate of Incorporation to me via regular mail.

Thank you for your assistance.

KANUT J. KHOSLA

JAN 12 1995

Sincerely,

John A. Maass

JAM:swj Enclosure EFFECTIVE DATE

#### ARTICLES OF INCORPORATION

<u>of</u>

### MANAGEMENT CONSULTING INTERNATIONAL, INC.

### <u> Article I - Name</u>

The name of this corporation is Management Consulting International, Inc.

### Article II - Duration

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

### Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

### Article IV - Capital Stock

This corporation is authorized to issue 7,500 shares of ONE DOLLAR (\$1.00) par value common stock.

### Article V - Preemptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

### Article VI - Principal Office: Mailing Address

The mailing address of this corporation is 1600 S.E. 17th Street Causeway, Suite 404, Ft. Lauderdale, FL 33316.

20304RMAASS

EFFECTIVE DATE

1-9-95

## Article VII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 321 Royal Poinciana Plaza, Palm Beach, Florida 33480, and the name of the initial registered agent of this corporation at that address is John A. Maass.

## Article VIII - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one. The names and addresses of the initial directors of this corporation are:

Richard M. Bosshardt

1600 S.E. 17th Street Causeway, Suite 404

Ft. Lauderdale, FL 33316

Kurt E. Bosshardt

1600 S.E. 17th Street Causeway, Suite 404

Ft. Lauderdale, FL 33316

### Article IX - Incorporator

The name and address of the person signing these Articles is John A. Maass, 321 Royal Poinciana Plaza, Palm Beach, FL 33480.

## Article X - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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### Article XI - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

### Article XII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this  $9^{+h}$  day of January, 1995.

John A. Maass

STATE OF FLORIDA )
) ss:
COUNTY OF PALM BEACH)

The foregoing was acknowledged before me this  $\frac{q^{4h}}{1994}$  day of Tinuary 1994, by John A. Maass, who is personally known to me.

OFFICIAL NOTARY SEAL
SUSAN W JORDAN
COMMISSION NUMBER
CC203967
MY COMMISSION EXP.
MAY 27,1996

Signature of Person Taking Acknowledgment

Name typed, printed or stamped Title or Rank: Serial Number:

### Acceptance of Designation

The undersigned, John A. Maass, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.

John a. Maass

FILED

55 JAN 10 PH 12: 59

# ALLEY, MAASS, ROOKES & LINDSAY, P.A. INDO BE ITHE NUMBER CAUSEWAY BUILE 404

PORT LAUDRIDADE, PLOHIDA BRIGG

(BON) INFORM

PACRIMILE (30R) 781-7844

PALM BRACH OFFICE
OFFICER HOVAL HORICANA PLAFA, BOUTH
HUBBY OFFICE BOX 431
HACH, FLORIDA CHARGO OFFI
HACH, FLORIDA CHARGO
FACRIBILE (AOY) B. CL. RED.

KURT E. BOSSHARDT

September 7, 1995

Kanut Khosla, Corporate Specialist New Filings Section Division of Corporations P.O. Box 6327 Tallahassec, FL 32314

Κc

Management Consulting International, Inc.

Document No. P95000003253

## Gentlemen/Ladies:

Please note that the mailing address for the above-referenced Corporation has changed to:

Kurt E. Bosshardt, Esq. 1600 SE 17th Street, Suite 404 Fort Lauderdale, FL 33316

Thank you for your attention to this matter.

Very truly yours,

Alley, Maass, Rogers & Lindsay, P.A.

Kurt E. Bosshardt

KEB/lp

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