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DATE: Wednesday, February 22, 1995

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FROM: CORPORATE CREATIONS ENTERPRISES, INC

4521 PGA BLVD., S-211

PALM BEACH GARDENS FL 33418-0000

409 EAST GAINES STREET

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GRI CONSULTING INC.

FAX AUDIT NUMBER: H95000002113

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**Articles of Incorporation
of
GM Consulting Inc.**

Article I. Name

The name of this Florida corporation is:

GM Consulting Inc.

Article II. Address

The mailing address of the Corporation is:

GM Consulting Inc.
6711 N.W. 70th Avenue
Tamarac, FL 33321

Article III. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises, Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Corporation's Bylaws. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

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Corporate Creations International Inc.
4521 PGA Boulevard
Palm Beach Gardens, FL 33418
(407) 694-8107

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The name of each initial member of the Corporation's Board of Directors is:

Grace Martin

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
4521 PGA Boulevard
Palm Beach Gardens, FL 33418

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of February 22, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on February 22, 1995.

Corporate Creations International Inc.

By: Frank A. Rodriguez
Frank A. Rodriguez, President

Corporate Creations International Inc.
4521 PGA Boulevard
Palm Beach Gardens, FL 33418
(407) 894-8107

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

CORPORATION:
GM Consulting Inc.

REGISTERED AGENT:
Corporate Creations Enterprises, Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises, Inc.

By: Frank A. Rodriguez
Frank A. Rodriguez, President

Date: February 22, 1995

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