

April 18, 1995

PP5000032361

Empire Consulting Services, Inc.
5922 Patio Drive
Boca Raton, FL 33433

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Empire Consulting Services, Inc.
Articles of Incorporation

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation for Empire Consulting Services, Inc. together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Please contact me at (407) 395-7020 if you have any questions or need any additional information.

Thank you in advance for your prompt response.

Sincerely,

William L. Knight II

William L. Knight II
President
Empire Consulting Services, Inc.

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-04/21/95- 01058-000
***122.50 ***122.50

FILED
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of
Empire Consulting Services, Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:
Empire Consulting Services, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 10,000 shares () of 1/100 Dollar(s) (\$.01) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	William L. Knight, II		
ADDRESS	5922 Patio Drive		
CITY	Boca Raton	FLORIDA	ZIP 33433

The principal office, if known, or the mailing address of the corporation is:

NAME	Empire Consulting Services, Inc.		
ADDRESS	5922 Patio Drive		
CITY	Boca Raton	FLORIDA	ZIP 33433

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	William L. Knight, II		
ADDRESS	5922 Patio Drive		
CITY	Boca Raton	STATE FL	ZIP 33433
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	William L. Knight, II		
ADDRESS	5922 Patio Drive		
CITY	Boca Raton	STATE	FL. ZIP 33433
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 12th day of April, 1995.

William L. Knight II (Seal)
 _____ (Seal)
 _____ (Seal)

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

Empire Consulting Services, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 5922 Patio Drive
Boca Raton, FL 33433

has named William L. Knight, II
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

William L. Knight, II
(Registered agent)

55 APR 21 PM 2:59
TALLAHASSEE, FLORIDA