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THOMAS C. HOUCK
ATTORNEY AT LAW

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312 South Harbor City Boulevard
Melbourne, Florida 32901

Telephone: 407-723-7941
Fax: 407-723-8694

June 19, 1995

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: SMC Consulting, Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, 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.

Sincerely,

TCH

THOMAS C. HOUCK

TCH/jac
Enclosures as stated

500001527385
-06/29/95--01079--001
****122.50 ****122.50

7/13/95
(Handwritten signature)

ARTICLES OF INCORPORATION
OF
SMC CONSULTING, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is SMC Consulting, Inc.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of this State, to include the transaction of all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is seventy-five hundred (7500) shares of common stock, each share having the par value of One Dollar (\$1.00).

ARTICLE IV - ADDRESS

The street address and mailing address of the initial principal place of business of this corporation is:

312 S. Harbor City Boulevard
Melbourne, Florida 32903

ARTICLE V - REGISTERED AGENT

The street address of the corporation's initial registered office and the name of the initial resident agent is:

Thomas C. Houck
312 S. Harbor City Boulevard
Melbourne, Florida 32901

ARTICLE VI - DIRECTORS

The corporation shall have one director initially, whose name and street address is as follows:

Name

Address

SUZANNE M. COOK

510 W. Eastman #1E
Arlington Heights, IL 60005

ARTICLE VII - SUBSCRIBERS

The name and street address of the subscriber to these Articles of Incorporation is as follows:

Name

Address

SUZANNE M. COOK

510 W. Eastman #1E
Arlington Heights, IL 60005

16th IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of June, 1995.


SUZANNE M. COOK

STATE OF FLORIDA
COUNTY OF BREVARD

Before me personally appeared SUZANNE M. COOK to me known to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she executed the same for the purposes therein expressed.

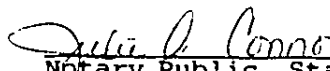
Witness my hand and seal this 16th day of June, 1995.



JULIE A. CONNOR
My Comm. Exp. 9/09/97
Bonded By Service Inc
No. CC314338

Notary Public, State of Florida
Notary Seal No. 10

Drivers License


Notary Public, State of Florida
Julie A. Connor

ACCEPTANCE BY RESIDENT AGENT

I am familiar with and accept the duties and responsibilities
as registered agent for said corporation, SMC Consulting, Inc.



THOMAS C. HOUCK
Registered Agent

RECEIVED
JAN 11 1965
FEDERAL BUREAU OF INVESTIGATION
WASHINGTON, D.C.