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STATE OF FLORIDA SUITE 200  
409 EAST GAINED STREET MIAMI FL 33135-  
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT  
PHONE: (305) 541-3694  
FAX: (904) 922-4000 FAX: (305) 541-3770  
((H95000009078)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: J.D.P. CONSULTING, INC.  
FAX AUDIT NUMBER: H95000009078 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 08/17/1995 TIME REQUESTED: 10:09:33  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255  
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*TALLAHASSEE, FLORIDA*  
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*[Signature]*

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DIVISION OF CORPORATIONS

AUG-17-1995 17:13

P.01/03



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State

August 17, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: J.D.P. CONSULTING, INC.  
REF: W93000016626

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

CORPORATION CAN'T SERVE AS ITS OWN DIRECTOR (SEE ARTICLES V).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole  
Corporate Specialist

FAX Aud. #: H93000009078  
Letter Number: 695A00038688

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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**ARTICLES OF INCORPORATION**

**OF**

**J. D. P. CONSULTING, INC.**

A Florida Corporation

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55 JUN 13 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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The undersigned hereby adopt(s) the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the Corporation (hereinafter called the "Corporation") is:

J. D. P. CONSULTING, INC.

**ARTICLE II - COMMENCEMENT AND DURATION**

The Corporation is to commence its corporate existence on the date of filing of these articles of incorporation and shall exist perpetually thereafter until dissolved according to law.

**ARTICLE III - PURPOSE**

The Corporation is organized for the purpose of engaging in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - STATED CAPITAL**

The Corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

Each outstanding share, regardless of class, shall be entitled to one (1) vote(s) on each matter submitted to a vote at a meeting of the shareholders.

**THESE ARTICLES WERE PREPARED BY:**

**JEFFREY E. REICHENBACHER, ESQ. FLA. BAR NO. 020044  
301 BRICKELL AVENUE, NINTH FLOOR MIAMI, FLORIDA 33131**

**(305) 789-6667**

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ARTICLES OF INCORPORATION OF  
J.D.P. CONSULTING, INC.

The shares of stock may be issued for such consideration, having a value not less than par value of the shares issued therefore, as is determined from time to time by the Board of Directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation. Shares may not be issued until the full amount of the consideration therefore has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

ARTICLES V - BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the Corporation shall be managed under the direction of the Board of Directors.

Any and all of the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such an extent and by such person or persons as shall be provided by the shareholders.

The Corporation shall have ONE (1) director(s) initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the laws of the Corporation.

The name(s) and street address(es) of the initial director(s) who shall hold office until their successor(s), who shall be chosen at the first meeting of the stockholders, has / have qualified shall be:

NAME:

ADDRESS:

JEFFREY D. FOULTER

8920 NORTH WEST 45 COURT  
CORAL SPRINGS, FLORIDA 33065

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ARTICLES OF INCORPORATION OF  
J. D. P. CONSULTING, INC.

ARTICLE - INITIAL OFFICERS

The Initial Officers of the Corporation are:

PRESIDENT:  
TREASURER:  
VICE - PRESIDENT:  
SECRETARY:

JEFFREY D. FOULTER  
JEFFREY D. FOULTER  
JEFFREY D. FOULTER  
JEFFREY D. FOULTER

ARTICLE VII - INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaw shall not be altered, amended or repealed by the Board of Directors.

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended at any time by a vote of majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

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ARTICLES OF INCORPORATION OF  
J. D. P. CONSULTING, INC.

ARTICLE X - INCORPORATOR

The names and the address(es) of the Incorporators to these Articles of Incorporation are:

NAME:

ADDRESS:

JEFFREY E. REICHENBACHER

801 BRICKELL AVENUE  
NINTH FLOOR  
MIAMI, FLORIDA 33131

ARTICLE XI - PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be:

8920 NORTH WEST 45 COURT  
CORAL SPRINGS, FLORIDA 33065

ARTICLE XII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and mailing address of the corporation is 801 BRICKELL AVENUE, NINTH FLOOR, MIAMI, FLORIDA, 33131 and the name of the initial registered agent of the Corporation at that address is JEFFREY E. REICHENBACHER, ESQ.

IN WITNESS WHEREOF, the undersigned, as Incorporator, hereby executes these Articles of Incorporation on this 15<sup>TH</sup> day of August, 1995.

  
JEFFREY E. REICHENBACHER, ESQ.

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ARTICLE OF INCORPORATION OF  
J. D. P. CONSULTING, INC.

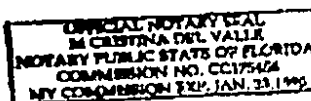
STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgement, personally appeared **JEFFREY E. REICHENBACHER** known to me and known by me to be the person who executes the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 16<sup>th</sup> day of August, 1995 at Miami,  
Dade County, Florida.

  
NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:



ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Pursuant to the provisions of the Corporation Act, the undersigned does hereby accept appointment as registered agent an whom process may be served within the State of Florida at **801 BRICKELL AVENUE, NINTH FLOOR, MIAMI FLORIDA 33131** for the proposed domestic corporation named in the foregoing Articles of Incorporation and does hereby accept the obligations of F.S. 607.325.

DATED this 15<sup>th</sup> day of August, 1995.

  
JEFFREY E. REICHENBACHER, ESQ.

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ARTICLE OF INCORPORATION OF  
J. D. P. CONSULTING, INC.

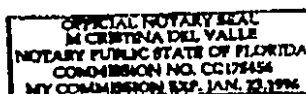
STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, the undersigned authority, an Officer duly authorized to administer oaths and take acknowledgements, personally appeared before me to be the person who executed the foregoing Acceptance of Appointment by Registered Agent.

WITNESS my hand and official seal this 16<sup>th</sup> day of August, 1995 Miami, County of Dade, Florida.

  
NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:



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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is:  
J. D. P. CONSULTING, INC.
2. The name and address of the registered agent and office is:  
801 BRICKELL AVENUE  
NINTH FLOOR  
MIAMI, FLORIDA 33131

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ARTICLES OF INCORPORATION OF  
J. D. P. CONSULTING, INC.

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
JEFFREY E. REICHENBACHER, ESQ.

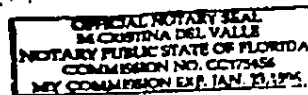
STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, the Undersigned authority, an Officer duly authorized to administer oaths and take acknowledgments, personally appeared **JEFFERY E. REICHENBACHER, ESQ.**, known by me to be the person who executed the foregoing Acceptance of Appointment by Registered Agent.

WITNESS my hand and official seal this 16<sup>th</sup> day of August, 1995, Miami, County of Dade, Florida.

  
NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:



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TALLAHASSEE, FLORIDA

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