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ARTICLES OF INCORPORATION

OF

DOUGLAS CONSULTING, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE 1. NAME

The name of the corporation shall be:

DOUGLAS CONSULTING, INC.

The address of the principal office of this corporation shall be 19195 Mystic Pointe, Tower 100, Suite 2105, North Miami Beach, Florida 33180, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 20803 Biscayne Boulevard, Suite 200, Aventura, Florida 33180, and the name of the initial registered agent of the corporation at that address is David C. Jacobson.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Douglas Kay Dir.

Tower 100, Suite 2105 19195 Mystic Pointe North Miami Beach, Florida 33180

Rona Harwood Dir.

Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Douglas Kay Pres./Sec. Tower 100, Suite 2105 19195 Mystic Pointe

North Miami Beach, Florida 33180

Rona Harwood V.Pres. Same

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on January 12, 1996.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Roz

KBR/cmh



ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

DAVID C. JACOBSON	, an individual residing
in this state, having a business	office identical with the
registered office of the corporation	named below, and having been
designated as the Registered Agent	in the above and foregoing
Articles of Incorporation of: Doug	glas Consulting, Inc.
is familiar with and accepts the obligations	
of the position of Registered Agent under Section 607.0505, Florida	
Statutes.	
ву:	avid Janobsen
DAVID C.	. JACOBSON
Printed	Name:

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