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ACCOUNT NO. : 0100000003

REFERENCE : 010052 10507A

AUTHORIZATION :

COST LIMIT : \$ 122.50 *Patricia Pignatelli*

ORDER DATE : January 24, 1996

ORDER TIME : 1:39 PM

000000 TUESDAY

ORDER NO. : 010052

CUSTOMER NO: 10507A

CUSTOMER: Richard Ehrlich, Esq
EHRlich & FREEDMAN

Suite 501
3300 University Drive
Coral Springs, FL 33065

DOMESTIC FILING

NAME: AEF CONSULTING, INC.

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

EXAMINER'S INITIALS:

T. BROWN FEB - 1 1996

FILED
96 JAN 31 PM 12:25
RECEIVED
96 JAN 31 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
ABF CONSULTING, INC.

FILED
96 JAN 31 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be:

ABF CONSULTING, INC.

The address of the principal office of this corporation shall be 2380 Hickory Creek Road, Palm Shores, Florida 32935, 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 20 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 2380 Hickory Creek Road, Melbourne, Florida 32935, and the name of the initial registered agent of the corporation at that address is Arlene B. Fedderwitz.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. 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:

Arlene Fedderwitz Pres.	2380 Hickory Creek Road Palm Shores, Florida 32935
Charles Fedderwitz Sec.	Same

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. 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:

Arlene Fedderwitz 2380 Hickory Creek Road
Dir. Palm Shores, Florida 32935

Charles Fedderwitz Same
Dir.

ARTICLE IX. 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 31, 1996.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

LRD/gls

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

PURSUANT TO THE PROVISIONS OF SECTION 807.0501 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: ABF INC.

2. The name and address of the registered agent and office is:

Arlene B. Fedderwitz

(Name)

2380 Hickory Creek Road

(P.O. Box not acceptable)

Melbourne FL 32935

(City/State/Zip)

FILED
96 JUN 31 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Arlene B. Fedderwitz
(Signature)