4/17/98 FLORIDA DIVISION OF CORPORATIONS 11:40 AM PUBLIC ACCESS SYSTEM (((H96) RONIO FIL Ra co TO: D FAX: (904) 92 PHONE: (305) 541-3094 FAX: (305) 541-3770 (((H96000005410))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A. NAME: BOUTH FLORIDA TAC CONSULTANTS, INC.
MBER: H98000005410 CURRENT BTATUB: REQUESTED FAX AUDIT NUMBER: H90000005410 DATE REQUESTED: 04/17/1996 TIME REQUESTED: 11:40:08 CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0 NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX ESTIMATED CHARGE: \$70.00 ACCOUNT NUMBER: 072450003255 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page, Remember to type the Fax Audit number on the top and bottom of all pages of the document. (((H98000005410))) ** ENTER 'M' FOR MENU. ** ENTER SELECTION AND (CR): Help F1 Option Manu F2 MUM Connect: 00:05:3

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ARTICLES OF INCORPORATION OF SOUTH FLORIDA TAX CONSULTANTS, INC.

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

ARTICLE I CORPORATE NAME

SOUTH FLORIDA TAX CONSULTANTS, INC.,

ARTICLE II NATURE OF CORPORATE BUSINESS

This Corporation is organized for the purpose of transacting any or all lawful 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 this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$0.01 par value per share.

ARTICLE IV PREEMPTIVE RIGHTS

Shareholders of the Corporation shall have preemptive rights to acquire their prorata share of stock of the Corporation for all issues of any class of stock of the Corporation o matter when authorized, and for whatever consideration is contemplated to be received by the Corporation, including, but not limited to, cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissue of all redeemed or otherwise acquired shares including the reissue of treasury shares.

ARTICLE V EXISTENCE

This Corporation is to exist perpetually.

Scott E. Ithin 1791 Blown Rd. # 404 Hompano Boh., FL 33069 (306) 984.0224

ARTICLE VI DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by a amendment of the By-Laws but shall never be less than one (1). The names and addresses of the initial Board of Directors are:

Scott E. Itkin 1791 Blount Road, Suite 604 Pompano Beach, FL 33069

All Directors of the Corporation shall have the right to vote on all contracts and other transactions of the Corporation regardless of their interests therein and no such contract or other transaction between this Corporation and any one or more of its Directors or Shareholders or any other corporation, firm, cosociation, or entity in which one or more of its Directors or Shareholders are directors or are financially interested shall be either void or voidable because of such relationship or interest.

ARTICLE VII INCORPORATOR

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

Scott E. Itkin 1791 Blount Road, Suite 604 Pompano Beach, FL 33069

ARTICLE VIII REGISTERED AGENT AND PRINCIPAL OFFICE

The Corporation's initial Registered Agent and Principal Off: win the State of Florida are:

Scott E. Itkin 1791 Blount Road, Suite 604 Pompano Beach, FL 33069

ACCUPTANCE OF REGISTERED AGENT

Having been named initial Registered Agent to accept service of process on the Corporation at the initial Registered Office designated in these Articles of Incorporation, I hereby accept such appointment and consent to act in such capacity and agree to comply with all of the requirements of haw pertaining thereto.

Registered Agent

Scott E. Itkin 1791 Blount Road, Suite 604 Pompano Beach, FL 33069

IN WITNESS WHEREOF, I, the Incorporator, have executed these Articles of Incorporation this date April/2, 1996.

Incorporator

Scott E. Itkin 1791 Blount Road, Suite 604 Pompano Beach, FL 33069