

4/22/96 FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCOUNTING SYSTEM
((H90000005601)) ELEPHANT'S EAR COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE K... COMPANY
DEPARTMENT OF STATE 1492 N. FLAGLER S...
MIAMI FL 33135- 9-0000000
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3894
FAX: (305) 541-3770

((H90000005601)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: BUYERS INTERNATIONAL CONSULTANTS, INC.
FAX AUDIT NUMBER: H96000005601 CURRENT STATUS: REQUESTED
DATE REQUESTED: 04/22/1996 TIME REQUESTED: 10:51:54
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
BUYERS INTERNATIONAL CONSULTANTS, INC.

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The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation is BUYERS INTERNATIONAL CONSULTANTS, INC. and the principal office is located at 2161 NW 34 TERRACE, COCONUT CREEK, FLORIDA 33066.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The corporation may engage in any or all lawful business permitted to corporations under the laws of the STATE OF FLORIDA, or any other state, country, territory or nation.

ARTICLE FOUR
CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 500 shares, all of which shall be common shares with a par value of \$1.00 each.

ARTICLE FIVE
REGISTERED OFFICE

The principal address of the initial registered office of the corporation shall be 2161 N.W. 34 Terrace, Coconut Creek, FL 33066. The name of the initial registered agent at such address is JOEL J. BRUSSO.

ARTICLE SIX
PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-emptive Rights.

CARLSON & KLEIN, P.A.
311 UNIVERSITY DR.
CORAL SPRINGS, FL 33065
(954) 345-3694
STEVEN C. KLEIN, CPA

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ARTICLES

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ARTICLE SEVEN
DIRECTORS

The Board of Directors of the corporation shall consist of at least one member and not more than eleven.

The name and address of initial Directors of the Board is:

NAME
Joel J. Brusso

ADDRESS
2161 NW 34 Terrace
Coconut Creek, FL 33066

INCORPORATORS

The name and address of the incorporator is:

NAME
Joel J. Brusso

ADDRESS
2161 NW 34 Terrace
Coconut Creek, FL 33066

IN WITNESS WHEREOF, I have subscribed my name this 19th day of April, 1996.

Joel J. Brusso
Joel J. Brusso, Incorporator and Director

STATE OF FLORIDA:
COUNTY OF DADE :

On this 19th day of April, 1996, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Joel J. Brusso, known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purpose herein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Steven C. Klein
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:



STEVEN C. KLEIN
My Comm Exp. 5/25/98
Bonded By Service Inc
No. 00203474
Notary Public

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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 BUYERS INTERNATIONAL CONSULTANTS, INC.
2. The name and address of the registered agent and office is

Joel J. Brusso
2161 NW 34 Terrace
Coconut Creek, FL 33066

Joel J. Brusso
Joel J. Brusso, Incorporator
4/19/96
Date

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SECRETARY OF STATE
TALLAHASSEE, FL 32302

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

Joel J. Brusso
Joel J. Brusso, Registered Agent
4/19/96
Date

State of Florida
County of Dade

The foregoing instrument was acknowledged and sworn to before me this 19th day of April, 1996.

Steven C. Klem
Notary Public

My Commission Expires:



STEVEN C. KLEM
My Comm Exp. 5/25/96
Bonded By Service Ins
No. CC203474
Notary Public