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BERGER & DAVIS, P.A.  
ATTORNEYS AT LAW

June 6, 1996

**VIA FEDERAL EXPRESS**

Elizabeth Moss  
Berger & Davis, P.A.  
215 S. Monroe Street, Suite 804  
Tallahassee, FL 32301

FILED  
96 JUN 10 AM 10:59  
TALLAHASSEE, FLORIDA

**Re: Filing Articles of Incorporation for Embark Consulting, Inc.**

Dear Elizabeth:

Enclosed you will find Articles of Incorporation for Embark Consulting, Inc., as well as our check in the amount of \$122.50 for the filing fees and fee for certified copies for the entity.

Please call when you have successfully filed these documents.

Thanks.

Sincerely,

BERGER & DAVIS, P.A.

*Barbara A. Sporer*  
Barbara Sporer, 856478  
James L. Berger -06/10/96--01011--002  
###122.50 ###122.50

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Enc.

RECEIVED  
96 JUN 10 AM 10:27  
DIVISION OF CORPORATION

PICKUP  
10:30  
SAS  
6/10/96

**ARTICLES OF INCORPORATION  
OF  
EMBARK CONSULTING, INC.  
A FLORIDA CORPORATION**

**FILED**  
96 JUN 10 AM 10:59  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

**ARTICLE I**

**NAME**

The name of the Corporation is EMBARK CONSULTING, INC.

**ARTICLE II**

**ADDRESS**

The mailing address of the Corporation is:

5077 NW 103rd Avenue  
Coral Springs, Florida 33076

**ARTICLE III**

**COMMENCEMENT OF CORPORATE EXISTENCE**

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

**ARTICLE IV**

**PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE V**

**CAPITAL STOCK**

The Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

**ARTICLE VI**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is Berger & Davis, P.A., 100 N.E. Third Avenue, Suite 400, Ft. Lauderdale, FL 33301, and the name of the initial Registered Agent of the Corporation at that address is James L. Berger.

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

The Corporation shall initially have one (1) director(s) to hold office until the first annual meeting of shareholders and (his/her/their) successors shall have been duly elected and qualified, or until (his/her/their) earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name(s) and address(es) of the initial director(s) of the Corporation are as follows:

<b><u>Name</u></b>	<b><u>Address</u></b>
Ann Fredley	5077 NW 103rd Avenue Coral Springs, FL 33076

**ARTICLE VIII**

**INCORPORATOR**

The name and address of the person signing these Articles are as follows:

**Name**

James L. Berger

**Address**

100 N.E. Third Avenue, Suite 400  
Ft. Lauderdale, FL 33301

**ARTICLE IX**

**AMENDMENTS**

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 7<sup>th</sup> day of June, 1996.

James L. Berger  
James L. Berger  
Incorporator

STATE OF FLORIDA )  
COUNTY OF BROWARD ) ss:

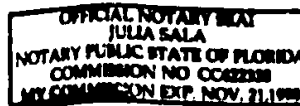
Sworn to and subscribed before me this 7th day of JUNE, 1996, by JAMES L. BERGER.

(X) Personally known to me; or

( ) Produced Identification; Type of Identification produced \_\_\_\_\_

NOTARY PUBLIC:

Sign: [Signature]  
Print Name: JULIA SALA  
Commission No.: 0042238  
My Commission Expires: 11/1/98



**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I hereby accept the appointment as the initial Registered Agent of EMBARK CONSULTING, INC., as made in the foregoing Articles of Incorporation, and agree to act in such 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 the initial Registered Agent of EMBARK CONSULTING, INC.

Date: June 7, 1996

[Signature]  
James L. Berger  
Initial Registered Agent

FILED  
96 JUN 10 AM 09:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA