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SMW CONSULTING, INC.
18917 OAKLAND HILLS DRIVE
MIAMI, FLORIDA 33015

June 6, 1996

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***122.50 ***122.50

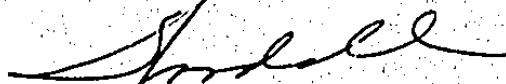
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: SMW CONSULTING, INC.

Dear Sir/Madam:

Enclosed please find original and copy of Articles of Incorporation, Certificate designating Registered Agent and our check in the amount of \$122.50 representing filing fee, Registered Agent fee and certified copy fee.

Very truly yours,



Sylvia M. Woodall

FILED
95 JUN 10 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6-12-96
KR

ARTICLES OF INCORPORATION

OF

SMW CONSULTING, INC.

FILED

96 JUN 10 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation shall be SMW CONSULTING, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact 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 500 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office and principal office of the corporation shall be 18917 Oakland Hills Drive, Miami, Florida 33015, and the name of the initial registered agent of the corporation at that address is Sylvia M. Woodall.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

The corporation shall have one (1) director, initially. The name and street address of the initial member of the Board of Directors is:

Sylvia M. Woodall

18917 Oakland Hills Drive
Miami, Florida 33015

ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until her successor is elected or appointed is:

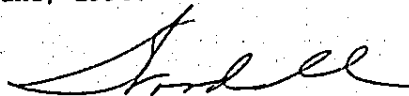
Sylvia M. Woodall
18917 Oakland Hills Drive
Miami, Florida 33015

President and
Secretary

ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is Sylvia M. Woodall, 18917 Oakland Hills Drive, Miami, Florida 33015.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 6th day of June, 1996.

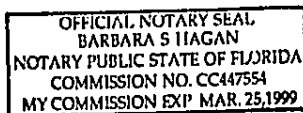


Sylvia M. Woodall

Sworn and Subscribed to
before me this 6th day of
June, 1996.


Notary Public

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuant of Chapter 48.091, Florida Statutes, the following
is submitted, in compliance with said Act:

First: That SMW CONSULTING, INC., desiring to organize
under the laws of the State of Florida with its principal office,
as indicated in the Articles of Incorporation in the City of Miami,
County of Dade, State of Florida, has named Sylvia M. Woodall,
located at ¹⁸⁹¹⁷~~189917~~ Oakland Hills Drive in the city of Miami, County
of Dade, State of Florida, as its agent to accept service of
process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said act relative to keeping open said office.

By: 

Registered Agent, Sylvia M. Woodall

FILED
96 JUN 10 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA