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JAY E. KOMANO, ESQUIRE
7300 West Camino Real, Suite 239
Boca Raton, FL 33433
(407) 347-7100

June 6, 1996

Via Federal Express

Department of State
Division of Corporations
P.O. Box 6327 / Street Address: 409 EAST GAINES ST.
Tallahassee, FL 32314

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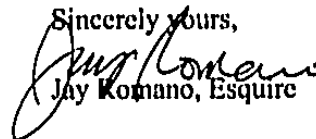
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Re: Incorporation of J.P. Consulting Services, Inc.

To Department:

Enclosed is a check for the incorporation of J.P. Consulting Services, Inc., please file with a return copy in the enclosed FedEx packet. If you should have any questions, please contact me.

Sincerely yours,


Jay Komano, Esquire

FILED
96 JUL 16 PM 2:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

GB 7/18/96

**ARTICLES OF INCORPORATION
OF
J.P. CONSULTING SERVICES, INC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as incorporator of a corporation pursuant to chapter 607, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be: J.P. CONSULTING SERVICES, INC.

ARTICLE II

Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be:
715 SW 8th Avenue, Fort Lauderdale, FL 33315 and the mailing address of the corporation shall be the same.

ARTICLE III

Purpose

The specific purpose for which the corporation is organized is:

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 IV

Manner of election of directors

The manner in which the directors are elected or appointed is as follows:
Directors will be chosen by the Board of Directors and the initial Articles will be filed with only with one Director, John Pipe and he will be the only current member on the Board of Directors until this Corporation's first meeting.

ARTICLE V

Initial registered agent and street address

The name and the street address of the initial registered agent is:

John Pipe
715 SW 8th Avenue

Fort Lauderdale, FL 33315

ARTICLE VI
Incorporators

The name and the street address of the incorporator for these articles of incorporation is:

John Pipe
715 SW 8th Avenue
Fort Lauderdale, FL 33315

The undersigned incorporator has executed these Articles of Incorporation this 26 day of June, 1996.

Signature of Incorporator:



John Pipe

ARTICLE VII

CAPTIAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$ 1.00 par value per share.

ARTICLE VIII

INCORPORATOR

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

John Pipe
715 SW 8th Avenue
Fort Lauderdale, FL 33315

IN WITNESS WHEREOF, the undersigned incorporator of this Corporation, has hereunto set their hand below:


John Pipe, Director J.P. Consulting Services, Inc.

BY: 

John Pipe

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF
INCORPORATION**

I John Pipe, having a business address at 715 SW 8th Avenue, Fort Lauderdale, FL 33315 and having been designated as the Registered Agent in the above and foregoing Articles familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



John Pipe

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SECRETARY OF STATE
TALLAHASSEE FLORIDA