

BRUCE I. KRAVITZ, P.A.  
11440 OKBEECHOBEE BLVD. #219  
Royal Palm Beach, Fl. 33411

FILED  
96 OCT 14 PM 2:09  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

1. \_\_\_\_\_  
(Corporation Name) (Document #)

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(Corporation Name) (Document #)

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

F. OVERSEA

OCT 15 1996

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
PLAN CONSULTING CORPORATION**

The undersigned subscriber(s) to these articles of incorporation under the laws of the State of Florida, adopts these articles to form a corporation under The Florida General Corporation Act, F.S. 607, and other laws of the State of Florida.

**ARTICLE I. NAME**

The name of the Corporation is:  
PLAN CONSULTING CORPORATION

**ARTICLE II PURPOSE**

The purpose of this corporation shall be the operation of transacting of any and all lawful business.

**ARTICLE III. TERM OF EXISTENCE**

The Corporation shall have perpetual existence commencing with the filing of these articles of incorporation with the Department of State.

**ARTICLE IV. CAPITAL STOCK**

The capital stock of the Corporation shall be 50,000.00 shares of common stock having a par value of \$1.00 per share. The actual consideration to be paid for each share shall be fixed by the shareholders.

**ARTICLE V. REGISTERED OFFICE AND AGENT**

The address of the initial registered office of this Corporation is 11440 Okeechobee Blvd., Suite 219, Royal Palm Beach, Florida 33411. The name of the initial registered agent at that address is Bruce I. Kravitz, Esquire.

**ARTICLE VI. INITIAL PLACE OF BUSINESS**

The Corporations initial place of business shall be 346 Seabreeze Avenue, Palm Beach, FL 33480. The Shareholders may from time to time move the principal office to any other address in the State of Florida.

**ARTICLE VII. BOARD OF DIRECTORS**

The business of the Corporation shall be managed by its shareholders. There shall be no Board of Directors.

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TALLAHASSEE, FLORIDA

#### ARTICLE VIII. TRANSFER OF SHARES

The shareholders of the Corporation shall have the power to include in the bylaws, adopted by a majority of the shareholders of the Corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer or other disposition of any of the outstanding stock of the Corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions and details, of the disposition shall be determined by the shareholders of the Corporation; provided, however that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. The sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose.

#### ARTICLE IX. AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any rights conferred on the shareholders is subject to this reservation.

#### ARTICLE X INDEMNIFICATION

The Corporation shall indemnify any present or former officer, person exercising powers and duties of an officer or corporate qualifier, to the full extent now or hereafter permitted by law.

#### ARTICLE XI PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof ( as nearly as may be done without issuance of fractional shares ) at a price at which it is offered to others.

#### ARTICLE XII SPECIAL PROVISIONS

Section 1. The annual meeting of the Shareholders of this corporation shall be fixed by the By-Laws.

Section 2. The Officers of this Corporation shall be a President, Vice President, Secretary, and Treasurer and such other officers as the shareholders may deem necessary. Any one person may hold all of said such offices.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation on the 8th day of October, 1996.

Bruce I. Kravitz  
11440 Okeechobee Blvd. #219, Royal Palm Beach, FL 33411

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Bruce I. Kravitz, the person described in the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation this 8 day of October, 1996.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Royal Palm Beach, Florida, on this 8th day of October, 1996.

My commission expires:

OFFICIAL NOTARY SEAL  
BELINDA ANN VOSATKA  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC433350  
MY COMMISSION EXPIRES JAN. 12, 1999

Belinda A. Vosatka  
Notary Signature

I HEREBY ~~ACCEPT THE DESIGNATION~~ OF REGISTERED AGENT AS SET FORTH IN THESE ARTICLES OF INCORPORATION.

STATE OF FLORIDA  
COUNTY OF PALM BEACH

Bruce I. Kravitz

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Bruce Kravitz, who is personally known to me and who did take an oath and who acknowledged that he executed the forgoing instrument freely and voluntarily after carefully reading and understanding the contents thereof.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Royal Palm Beach, Palm Beach County, on this 8th day of October, 1996.

My commission expires:

OFFICIAL NOTARY SEAL  
BELINDA ANN VOSATKA  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC433350  
COMMISSION EXPIRES JAN. 12, 1999

Belinda A. Vosatka  
Notary Signature

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