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NAME: EXECUTIVE ACUMEN MEASUREMENT CORP.

AUDIT NUMBER...... 196000015325

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# ARTICLES OF INCORPORATION OF

# EXECUTIVE ACUMEN MEASUREMENT CORP.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

## ARTICLE I

## NAME OF CORPORATION

The name of this Corporation shall be:

Executive Acumen Measurement Corp.

#### ARTICLE II

## PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing alidress of this Corporation is 1103 S.B. 12th Street, Deerfield Beach, Florida.

#### ARTICLE III

### **AUTHORIZED SHARES**

The total authorized capital stock of this Corporation shall consist of Ten Thousand (10,000) shares of Class A Voting Common Stock, no par value per share, Ten Thousand (10,000) shares of Class B Non-Voting Common Stock, no par value per share, and One Million (1,000,000) shares of undesignated Preferred Stock, no par value per share. The holders of Class A Voting Common Stock shall be entitled to vote on all matters submitted to a vote of shareholders of the Corporation and shall be entitled to one vote per share of Class A Voting Common Stock then outstanding and of record in his, her or its name on the books of the Corporation. The holders of Class A Voting Common Stock shall not be entitled to any rights with respect to dividends or to share in the assets to be distributed among the outstanding shareholders in the event of any voluntary or involuntary liquidation, dissolution or winding up of the affairs of the Corporation. The holders of Class B Non-Voting Common Stock shall not be entitled to vote on any matters submitted to a vote of shareholders of the Corporation except as required under the Florida Business Corporation Act.

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Prepared by:

Michael K. Chemick, FL Bar #0031781 Ruden Barnett, Et al., P. O. Box 1900 Fort Lauderdale, Honda 23301 (205) 764-6860

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The undesignated preferred stock may be issued from time to time in one or more series. The Board of Directors of the Corporation is hereby authorized, by adopting a resolution or resolutions and filing an amendment or amendments pursuant to the applicable provisions of the Florida Business Corporation Act, to establish from time to time, the number of shares to be included in any series or class of preferred stock, and to fix the designation, powers, preferences and rights of the shares of each such series or class and the qualifications, limitations or restrictions thereof, including, but not limited to, fixing the dividend rights, dividend rate or rates, conversion rights, voting rights, rights in terms of redemption, the redemption price, and the liquidation preferences of any wholly unlasted series or class of shares of preferred stock and to increase or decrease the number of shares of any series or class subsequent to the issuance of shares of that series or class, but not any decrease in the number of shares of any series or class below the number of shares in such series or class then outstanding.

## ARTICLE IV

### ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 1103 S.B. 12th Street, Deerfield Beach, Florida, and the initial registered agent of this Corporation at that address shall be Robert Pihl.

#### ARTICLE V

## INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Robert Pihl 1103 S.E. 12th Street Deerfield Beach, Florida

IN WITNESS WHEREOF, I have bereunto subscribed my hand and seal this 17thday of

October, 1996.

Robert Pihl, Incorporator

Prepared by:

Michael K, Chemick, FL Ser 20031781 Ruden Barnett, Et al., P. O. Box 1900 Fort Laudardale, Florida 33301 (305) 764-6680 · tr96000015325

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.

Robert Pihl, Registered Agent

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Prepared by:

Michael K. Chemiok, FL Bar #0031781 Buden Barnett, Et al., P. O. Box 1900 Fort Laudardele, Floride 33301 (3DB) 784-6860