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P96000090549

PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 142857 162199A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : November 4, 1996

ORDER TIME : 11:49 AM

ORDER NO. : 142857-005

CUSTOMER NO: 162199A

CUSTOMER: Rick M. Morse, Cpa
RICK M. MORSE, CPA, P.A.

Suite 204
7800 N. University Drive
Tamarac, FL 33321

800001995268--0
-11/04/96--01042--033
****122.50 ****122.50

DOMESTIC FILING

NAME: BRIAN RECTOR AND ASSOCIATES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

Dmc 11/4/96

FILED
96 NOV 14 PM 3:58
TALLAHASSEE, FLORIDA

RECEIVED
96 NOV -4 PM 2:00
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
BRIAN RECTOR AND ASSOCIATES, INC.

FILED
96 NOV -4 PM 3:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this Corporation shall be :

BRIAN RECTOR AND ASSOCIATES, INC.

ARTICLE II

PURPOSE

This corporation is organized for the purpose of
CONSULTANT and transacting any and all lawful business.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 2,000 shares of \$1
par value common stock.

ARTICLE IV

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this
corporation is:

100 LAKEVIEW DRIVE APT 316
FORT LAUDERDALE, FL 33326

and the name of the initial registered agent of this
corporation at the above address is:

BRIAN RECTOR

ARTICLE V

DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Director of this corporation is:

BRIAN RECTOR
100 LAKEVIEW DRIVE APT 316
FORT LAUDERDALE, FL 33326

ARTICLE VI

INCORPORATOR

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

BRIAN RECTOR
100 LAKEVIEW DRIVE APT 316
FORT LAUDERDALE, FL 33326

ARTICLE VII
POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify any officer or director or former officer or former director to the full extent permitted by law.

ARTICLE IX

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 29th day of October 1996

Brian Rector

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this 29th DAY of October 1996 BRIAN RECTOR appeared before me the undersigned authority, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same, freely and voluntarily for the purpose therein expressed.

[Signature]
Notary Public

ss: My Commission Expires: 11/6/96

Notary ID # 627315
Commission # CC 241229

CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHICH
PROCESS MAY BE SERVED.

FILED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES.
THE FOLLOWING IS SUBMITTED;

96 NOV -4 PH 3:58
TALLAHASSEE, FLORIDA

BRIAN RECTOR AND ASSOCIATES, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE
OF FLORIDA.

WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF FORT
LAUDERDALE, FLORIDA HAS NAMED BRIAN RECTOR LOCATED AT 100
LAKEVIEW DRIVE APT 316, FORT LAUDERDALE, FLORIDA 33326 AS
ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE *

Brian Rector
CORPORATE OFFICER

TITLE *

President

DATE *

10/29/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE *

Brian Rector

DATE *

10/29/96