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FLORIDA DIVISION OF CORPORATIONS

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FROM: TESCHER, LIPPMAN, VALINSKY & KAIN  
072164000350

ACCT#:

CONTACT: PATRICIA FOX-BUTLER  
PHONE: (305)467-1964  
(305)467-2264

FAX #:

NAME: DONNELLY CONSULTING, INC.

AUDIT NUMBER.....H96000016876

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION

OF

DONNELLY CONSULTING, INC.

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be: Donnelly Consulting, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 16225 N.W. 64th Avenue, Suite 335, Miami, Florida 33014.

ARTICLE III

CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 1,000 shares of common stock, \$.0001 par value per share.

Fax Audit No. H96000016876 0  
Elipnis Tescher Lippman Vallinsky & Kain  
One Financial Plaza, Suite 2308  
Ft. Lauderdale, FL 33394  
(954) 467-1964  
Michelle Kramish Kain, Esq. FLA BAR NO. 272787

**ARTICLE IV**

**REGISTERED AGENT AND  
INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the Initial Registered Office of this Corporation in the State of Florida shall be:

Raymond F. Donnelly, Jr.

16225 N.W. 64th Avenue, Suite 335

Miami, Florida 33014

**ARTICLE V**

**INCORPORATOR**

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

Michelle Kramish Kain

One Financial Plaza, Suite 2308

Fort Lauderdale, Florida 33394

**ARTICLE VI**

**INDEMNIFICATION**

This Corporation shall indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

**ARTICLE VII**

**AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

Fax Audit No. F96000016876 0  
Kipnis Teacher Lippman Valinsky & Kain  
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(954) 467-1964  
Michelle Kramish Kain, Esq. FLA BAR NO. 272787

**ARTICLE VIII**  
**CONTROL SHARE ACQUISITIONS**

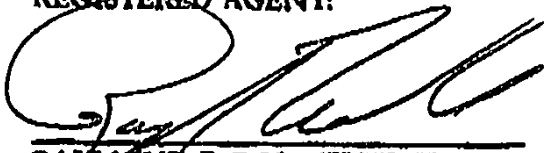
This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

**INCORPORATOR:**

  
**MICHELLE KRAMISH KAIN**

**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 General Corporation Act, including specifically Section 607.0505.

**REGISTERED AGENT:**

  
**RAYMOND F. DONNELLY, JR.**

Fax Audit No. H96000016876 0  
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