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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 242305 4327828

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 30, 1997

ORDER TIME : 9:50 AM

ORDER NO. : 242305-005

CUSTOMER NO: 4327828

CUSTOMER: Mr. Alan Lindsay  
ALLEY MAASS ROGERS & LINDSAY,  
P.A.  
321 Royal Poinciana Pl., South

Palm Beach, FL 33480-0431

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-01/30/97--01073--016  
\*\*\*122.50 \*\*\*122.50

DOMESTIC FILING

NAME: CROSS BORDER CONSULTANTS, 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: Richard W Whittaker

EXAMINER'S INITIALS:

FILED  
97 JAN 30 PM 1:31  
SEC.  
TALLAHASSEE, FLORIDA

RECEIVED  
97 JAN 30 AM 11:31  
DIVISION OF CORPORATION

KP  
1.30.97

**ARTICLES OF INCORPORATION  
OF  
CROSS BORDER CONSULTANTS, INC.**

**FILED**  
97 JAN 30 PM 1:31  
SEC. FILE  
TALLAHASSEE, FLORIDA

**Article I - Name**

The name of this corporation is CROSS BORDER CONSULTANTS, INC.

**Article II - Duration**

This corporation shall have perpetual duration commencing on the date of filing these Articles with the State of Florida.

**Article III - Purpose**

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

**Article IV - Capital Stock**

This corporation is authorized to issue 5,000 shares of ONE DOLLAR (\$1.00) par value voting common stock and 5,000 shares of ONE DOLLAR (\$1.00) par value non-voting common stock.

**Article V - Preemptive Rights**

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

**Article VI - Principal Office: Mailing Address**

The mailing address of this corporation is 315 South Lake Drive, Palm Beach 33480.

**Article VII - Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 321 Royal Poinciana Plaza South, Palm Beach, Florida 33480 and the name of the initial registered agent of this corporation at that address is ALAN LINDSAY.

**Article VIII - Initial Board of Directors**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one. The name and address of the initial director of this corporation is:

JOEL WEISER  
315 South Lake Drive  
Palm Beach, FL 33480

**Article IX - Incorporator**

The name and address of the person signing these Articles is ALAN LINDSAY, 321 Royal Poinciana Plaza, Palm Beach Florida 33480.

**Article X - Indemnification**

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

Article XI - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article XII - Amendment

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25 day of January, 1997.

  
ALAN LINDSAY

STATE OF FLORIDA           )  
                                          ):  
COUNTY OF PALM BEACH    )

The foregoing was acknowledged before me this 25 day of January, 1997, by ALAN LINDSAY who is personally known to me, or has shown \_\_\_\_\_ as identification.



  
Signature of Person Taking  
Acknowledgment

\_\_\_\_\_  
Name typed, printed or stamped  
Title or Rank: \_\_\_\_\_  
Serial Number: \_\_\_\_\_

Acceptance of Designation

The undersigned, ALAN LINDSAY, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.

  
ALAN LINDSAY

FILED  
97 JAN 30 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA