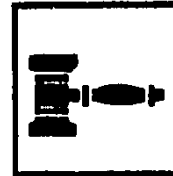


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May 20, 19 97

Department of State
Division of Corporations
Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32301

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•-05/23/97--01096--015
****131.25 ****131.25

Re: PARK AVENUE CONSULTING GROUP, INC.

Gentleman/Madam:

Enclosed is an original and one copy of Articles of Incorporation for the above named Corporation. In addition, a check in the sum of \$131.25 which represents the following:

Filing Fee
Certified Copy
Certificate

Please file the original of the enclosed Articles of Incorporation and return a Certified Copy to the undersigned.

Yours very truly,

Connie L. Embury
Connie L. Embury

SECRET
DIVISION OF CORPORATIONS
97 MAY 23 AM 11:33

④

Joe 5/27

ARTICLES OF INCORPORATION
OF
PARK AVENUE CONSULTING GROUP, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 23 AM 11:33

The undersigned, INCORPORATORS for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be PARK AVENUE CONSULTING GROUP, INC.
The principal place of business of this corporation shall be:
24 Park Place, Rockledge, FL 32955.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:
One Hundred (100) shares at no par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successor is elected, are:

STEVEN ELLIS
24 Park Place
Rockledge, FL 32955

BRUCE PAYTON
24 Park Place
Rockledge, FL 32955

ARTICLE VI INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

STEVEN ELLIS
24 Park Place
Rockledge, FL 32955

BRUCE PAYTON
24 Park Place
Rockledge, FL 32955

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 20 day of May, 1997.

Steven Ellis
STEVEN ELLIS
Incorporator
Bruce Payton
BRUCE PAYTON
Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation: PARK AVENUE CONSULTING GROUP, INC.
2. The name and address of the registered agent and office is: STEVEN ELLIS of 24 Park Place, Rockledge, FL 32955.

Steven Ellis
STEVEN ELLIS
President
Title:
Date: 5/20/97

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

Steven Ellis
STEVEN ELLIS
Registered Agent:

Date: 5/20/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 23 AM 11:33