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: DIVISION OF CORPORATIONS

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CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: OCEAN ROCK, INC.

AUDIT NUMBER..... H97000013774

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

CERT. OF STATUS...

PAGES..... 5

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#### ARTICLES OF INCORPORATION

of

OCEAN ROCK, INC.

#### ARTICLE I - CORPORATE NAME & ADDRESS

The name and address of the corporation is Ocean Rock, Inc., 2536 Mercades Drive, Ft. Lauderdale, F1 33316.

#### ARTICLE II - DURATION

The corporation shall have perpetual existence.

#### 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 ten thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

#### ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind; class or series as that which he already holds, shall have the right to purchase his 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 - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2536 Marcedes Drive, Ft. Enderdale, Fl 33316, and the name of the initial registered agent of this corporation at that address is Bryan Long.

Stanley S. Feinerman, Enrolled Agent, 954-462-6043 790 E. Broward Blvd., Suite 302 Ft. Leuderdals, F1 33301

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#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

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

Namer

Bryan Long

Address:

2536 Marcedes Drive Ft. Lauderdale, F1 33316

Namar

Dala Morris

Addressi

818 19th Avenue S. Nashville, Tn 37203

#### ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is Bryan Long, 2536 Hercedes Drive, Ft. Lauderdale, F1 33316.

#### ARTICLE IK - INDEMNIFICATION

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

#### ARTICLE X - 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 12th Day of August 1997.

President

497000013774

497000013774

STATE OF PLORIDA:

COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Bryan Long known to me and known by me to be the person who executed the foregoing Articles of Incorporation, or who has produced identification as shown below and did take an oath and who acknowledged his/her execution of the foregoing Articles of Incorporation to be his/her free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the state and county aforesaid, this 12th Day of August , 1997.

Marin Motarieman Notary Public State of Florida at Large:



NOTARY CHECK ONE:

DO PERSON SIGNING DOCUMENT PERSONALLY KNOWN TO ME.

( ) PERSON SIGNING DOCUMENT PROVIDED THE FOLLOWING FORM OF IDENTIFICATION:

Type:\_\_\_\_\_\_

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### CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITTEN THIS STATE. NAMING AGENT UPON WHOM PROCESS NAY BE SERVED.

In pursuance of Chapter 607.34 of the Florida Statutes, the following is submitted, in compliance with said act:

desiring to organize under the laws of the State of Florida with its principle office, as indicated in the Articles of Incorporation at the City of Ft. Laudardale County of Browned Bryan Long located at 2536 Mercedes Drive, Ft. Lauderdale, F1 39316 County of Browned , State of Florida, as its agent to accept service of process within the state.

#### ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the said Act relative to keeping open said office.

Registered Agent

497000013774

## P970007379 S & K Consulting, Inc.

Steven J. Kenney President 2483-B Talco Hills Drive Tallahassee, FI 32303

> Telephone (904) 386-5253 Fax (904) 386-5253 Call first

#### TRANSMITTAL LETTER

August 18, 1997

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Department of State Division of Corporations P.O. Box 6327 Tallahassee, F1 32314

Re: S & K Consulting, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation of the above referenced applicant and a check in the amount of \$78.75 to cover the filing fee and certificate of incorporation.

Thank you in advance for honoring this request.

Sincerely,

Steven J. Kenney

2483-B Talco Hills Drive

Tallahassee, Fl 32303

(850) 644-2034

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SECRETARY OF STAIL

AL AUG 2 1 1997.

# FILED 97 AUG 20 AM 8: 24 FALLAHASSEE, FLORIDA

#### ARTICLES OF INCORPORATION

ARTICLE I:	The name of the corporation	n shall be S & K Consulting,	Inc.
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ARTICLE II:	The principal place of business and mailing address of this
	corporation shall be 2483-B Talco Hills Drive,
	Tallahassee, Fl 32303.

ARTICLE III:	The number of shares of stock that this corporation is authorized to
	have outstanding at any one time is 100.

ARTICLE IV:	The name and Florida street address of the initial registered agent are: Cindy Kruta, 2483-B Talco Hills Drive, Tallahassee, Fl
	32303.

ARTICLE V: The name and address of the incorporator to these Articles of Incorporation are: Steven J. Kenney, 2483-B Talco Hills Drive, Tallahassee, Fl 32303.

Steven J. Kenney, Incorporator

S/19/97

Date

llaving been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Cindy Kruta, Registered Agent

8-19-97

Date