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TALLAHASSEE, FLORIDA

10/23/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305) 358-2571

ACCT#: 070744001530

FAX #: (305) 358-7832

NAME: ALLIED SERVICES, INC.

AUDIT NUMBER.....H97000017711

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

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 24, 1987

ACE INDUSTRIES, INC.

SUBJECT: ALLIED SERVICES, INC.
REF: W97000024216

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Doris McDuffie
Corporate Specialist Supervisor

FAX Aud. #: 897000017711
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

HQ7-17711

ARTICLES OF INCORPORATION

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TALLAHASSEE, FLORIDA

Article 1: Name of Corporation ALLIED CONSULTING, INC.
Address of Corporation ONE SOUTHEAST THIRD AVENUE SUITE 1500
MIAMI, FLORIDA 33131

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000, with a par value of none. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED AGENT RICHARD A. BERKOWITZ
and ONE SOUTHEAST THIRD AVE. #1500
REGISTERED OFFICE: MIAMI, FLORIDA 33131

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation


Signature of Registered Agent Date 10/20/97

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Vice-President. Then, sec/treasurer
1. RICHARD A. BERKOWITZ ONE SE THIRD AVE., #1500 MIAMI, FL 33131
2. RICHARD A. POLLACK ONE SE THIRD AVE., #1500 MIAMI, FL 33131
3. HARRY M. BRANT ONE SE THIRD AVE., #1500 MIAMI, FL 33131

Article 5: The Name and Address of the INCORPORATOR is:

RICHARD A. BERKOWITZ
ONE SOUTHEAST THIRD AVENUE SUITE 1500
MIAMI, FLORIDA 33131

In witness whereof I have subscribed my name


Signature of Incorporator

RICHARD A. BERKOWITZ

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Prepared by:

ace INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33136
305-358-2571