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December 29, 1997

Florida Department of State
Division of Corporations
The Capitol
Tallahassee, Florida 32301

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Gentlemen:

Please file the enclosed Articles of Incorporation for Curtis Consulting Group, Inc. and send me a certified copy for my records. Enclosed also please find my check for \$122.50 to cover the various taxes for the corporation.

If you have any questions, please contact me at the above address or telephone (954) 389-4814. Thank you for your cooperation.

Sincerely,

Lynette Ciner
Lynette Ciner

Enclosures

Ciner
1368 SEAGRAPE CIRCLE
FT LAUDERDALE FL 33325

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CURTIS CONSULTING GROUP, INC.

I, the undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, acting as incorporator of a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I - Name and Address

The name and address of this Corporation is:

Curtis Consulting Group, Inc.
1368 Seagrape Circle
Weston, FL 33326

ARTICLE II - Duration

This Corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation

ARTICLE III - Purpose

This Corporation may engage in any and all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - Capital Stock

This Corporation is authorized to issue five hundred (500) shares of one dollar (1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V - Initial Capital

The amount of capital with which this Corporation will begin business is FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE VI - 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 this 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 VII - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is: 1368 Seagrape Circle Weston, FL 33326 and the name of the Initial Registered Agent of this corporation at that address is Lynette Ciner.

ARTICLE VIII - Initial Board of Directors

The initial Board of Directors of this Corporation shall have one (1) Director initially. The number of directors may either be increased or diminished from time to time by the by-laws but shall never be less than one (1).

ARTICLE IX - Indemnification

This Corporation shall have the power to indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - By-Laws

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

ARTICLE XI - Calling of Special Meetings

Special meetings of shareholders may be called by written notice, delivered to each shareholder, TEN (10) business days prior to the meeting date.

ARTICLE XII - Shareholder Quorum and Voting

FIFTY-ONE PERCENT (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders. If a quorum is present, the affirmative vote of Fifty-One Percent (51%) of shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIII - Management of Corporation by Directors

All corporate powers shall be exercised by or under the authority of, and the business affairs of this Corporation shall be managed under the direction of the Board of Directors of this Corporation.

ARTICLE XIV - Removal of Directors

The shareholders of this Corporation shall not be entitled to remove any director from office without cause.

ARTICLE XV - Director Quorum and Voting

ONE HUNDRED PERCENT (100%) of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of FIFTY-ONE PERCENT (51%) of the directors present shall be the act of the Board of Directors.

ARTICLE XVI - Meetings by Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XVII - Action by Directors Without a Meeting

The Directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XVIII - Action by Directors Without a Meeting

The Directors of this Corporation may take action by written consent, as provided by law.

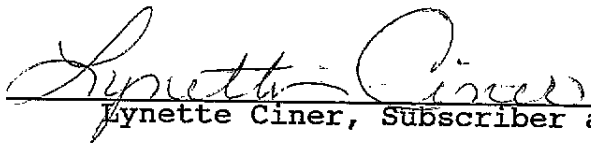
ARTICLE XIX - Dividends

Dividends may be paid to shareholders only out of the unreserved and unrestricted earned surplus of the Corporation.

ARTICLE XX - Amendment

This Corporation reserves the right to amend or repeal any provision in the Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation at Ft. Lauderdale, Florida this 29th day of December, 1997 for the uses and purposes aforesaid.



Lynette Ciner, Subscriber and Registered Agent

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

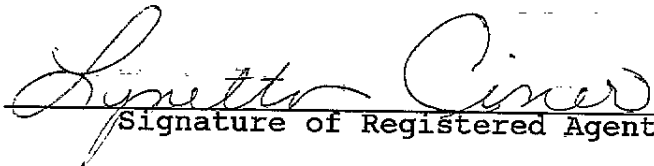
In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That Curtis Consulting Group, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Weston, County of Broward, State of Florida, has named Lynette Ciner located at City of Weston, County of Broward, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT; (MUST BE SIGNED BY DESIGNATED AGENT)

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 provision of said Act relative to keeping open said office.

BY:



Signature of Registered Agent

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA