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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

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

ACCT#: 070744001530

FAX #: (305) 358-7832

NAME: W M K CONSULTING, INC.

AUDIT NUMBER.....H98000001014

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

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ARTICLES OF INCORPORATION

Article 1: Name of Corporation W M K CONSULTING, INC.
Address of Corporation 5055 VENTURA DRIVE
DELRAY BEACH, FLORIDA 33484

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is _____, with a par value of _____. (PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: WILLIAM M. KIRSCHNER
and
REGISTERED OFFICE: 5055 VENTURA DRIVE
DELRAY BEACH, FLORIDA 33484
I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

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TALLAHASSEE
FLORIDA

William M. Kirschner 1/15/98
Signature of Registered Agent Date

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. WILLIAM M. KIRSCHNER
5055 VENTURA DRIVE
DELRAY BEACH, FLORIDA 33484

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

WILLIAM M. KIRSCHNER
5055 VENTURA DRIVE
DELRAY BEACH, FLORIDA 33484

In witness whereof, I have subscribed my name

William M. Kirschner
Signature of Incorporator

WILLIAM M. KIRSCHNER

Prepared by:
Ace Industries, Inc.
54 NW 11th Street
Miami, FL 33136
(305) 358-2571

H98-1014