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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: MAC CONSULTING CORPORATION
AUDIT NUMBER.....H98000001377
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January 22, 1998

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SUBJECT: MAC CONSULTING CORPORATION
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FAX Aud. #: H98000001377
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ARTICLES OF INCORPORATION OF CARLSON CONSULTING CORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation

ARTICLE I NAME

The name of the corporation shall be:

CARLSON CONSULTING CORPORATION

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

*124 Sea Island Lane
Boca Raton, FL 33431*

ARTICLE III SHARES

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

500 shares at \$1.00 par value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

*Michael Kartsonakis
124 Sea Island Lane
Boca Raton, FL 33431*

Daisy Medina

Friedfeld and Associates, P. A.
2565 South Bayshore Drive
Suite 400
Coconut Grove, FL 33133
(305) 859-2822 Phone
(305) 859-2824 Fax

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ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

*Michael Kartsonakis
124 Sea Island Lane
Boca Raton, FL 33491*

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

22nd Day of January, 1998



Signature

Signature

Signature

498000001377

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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 is:

CARLSON CONSULTING CORPORATION

2. The name and address of the registered agent and office is:

Michael Kartsonakis
124 Sea Island Lane
Boca Raton, FL 33431

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Having 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 a registered agent.



Signature

January 22, 1998
Date

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