

P98000012788

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

800002424738--1
-02/09/98--01030--011
*****70.00 *****70.00

Subject : Incorporation of Madison Consultants, Inc.

Enclosed is the original and one (1) copy of the Articles of Incorporation as well as a check in the amount of \$ 70.00.

From : Daniel Joseph Cohen
Jeffrey P. Anstis
(561) 394-6477

FILED
98 FEB -9 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK FEB 09 1998

ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE ONE

The Corporate name is Madison Consultants, Inc.

ARTICLE TWO

Duration

The duration of the Corporation is perpetual.

ARTICLE THREE

Purpose

The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE FOUR

Capital Stock

The aggregate number of shares which the corporation has authority to issue is 100 all of which shall be common shares with a par value of one dollar.

FILED
98 FEB -9 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE FIVE

Registered Office

The street address of the initial Registered Office of the Corporation is 83 N.W. 45th Ave Apt. 101 Deerfield Bch. Fl 33442 and the name of the initial Registered Agent at such address is Daniel Cohen.

ARTICLE SIX

Directors

The business of the corporation shall be managed by a Board of Directors consisting of a minimum of one director and a maximum of six directors.


ARTICLE SEVEN

Incorporators

The name and address of the Incorporator is :

Daniel Joseph Cohen
83 N.W. 45th Ave. Apt 101
Deerfield Beach Fl 33442

IN WITNESS WHEREOF, I have Subscribed my name this ____ day of _____, 1998.



Incorporator

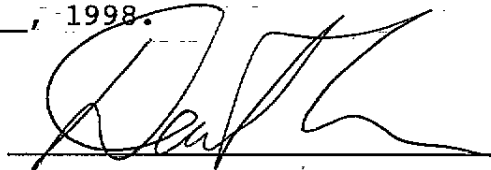
CERTIFICATE OF REGISTERED AGENT

Pursuant to 48.091 Florida Statutes, the following is submitted in compliance with said Act; that Madison Consultants, Inc., desiring to organize under the laws of the State of Florida with its principal place of business at 83 N.W. 45th Ave Apt 101 Deerfield Bch Fl 33442 nominates Daniel Joseph Cohen located at 83 N.W. 45th Ave Apt. 101 Deerfield Bch Fl 33442 as its agent to accept service of process within Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation at the place designated in the Certificate, I hereby agree to act in this capacity and to comply with provisions of said statutes relative to the proper and complete performance of my duties.

DATED : This _____ day of _____, 1998.



FILED
98 FEB -9 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA