

4/02/98

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CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: DRAKE CONSULTANTS, INC.

AUDIT NUMBER.....H98000006439

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

CERT. OF STATUS..0

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TALLAHASSEE, FLORIDA

TA-4/6/98



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 3, 1998

EMPIRE

SUBJECT: DRAKE CONSULTANTS, INC.  
REF: W98000007446

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ARTICLES OF INCORPORATION

OF

DRAKE CONSULTANTS, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Article I

*NAME*

The name of the corporation is DRAKE CONSULTANTS, INC., and the principal address shall be 9860 S.W. 155th Ave., Miami, FL 33196.

Article II

*DURATION*

The corporation shall exist perpetually. Corporate existence shall commence upon filing by the Department of State.

Article III

*NATURE OF BUSINESS*

The corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

Article IV

*CAPITAL STOCK*

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of stock with one dollar (\$1.00) par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative voting. Cumulative voting shall not be permitted.

William J. Sanchez, Esq.  
Attorney at Law  
10621 N. Kendall Dr., Suite 208  
Miami, FL 33176  
(305) 598-6577  
Fl. Bar #749060

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Article V

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 9860 S.W. 155th Ave., Miami, Florida 33196 and the name of the initial registered agent of this corporation at that address is Timothy Drake

Article VI

**DIRECTORS**

(a) Number. This corporation shall have one(1) director initially. The number of directors may be increased or diminished from time to time by the by-laws, but shall never be less than one.

(b) Initial Director. The name and street address of the director of the corporation is:

| Name                       | Address                                      |
|----------------------------|--|
| Timothy Drake<br>President | 9860 S.W. 155th Ave.<br>Miami, Florida 33196 |

(c) Compensation: The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

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Article VII

**BYLAWS**

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the director.

Article VIII

**INCORPORATOR**

William J. Sanchez  
10621 N. Kendall Drive  
Suite 208  
Miami, Florida 33176

Article IX

**AMENDMENT**

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

IN WITNESS WHEREOF, the incorporator has executed these Articles the   
day of April 1998.

  
William J. Sanchez

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State of Florida )  
                          ) SS  
County of Dade )

The following instrument was acknowledged and personally known before me this  
2nd day of April, 1998.

*Personally Known*

*Yolanda Fernandez*  
Notary Public, State of Florida



YOLANDA FERNANDEZ  
My Commission CC488822  
Expires Sep. 26, 1999  
Bonded by ANB  
800-852-5878

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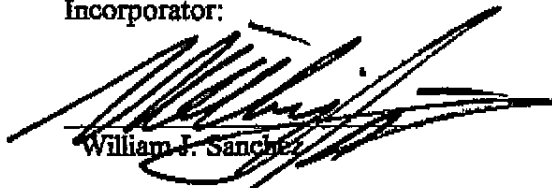
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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In compliance with Section 48,901, Florida Statutes, the following is submitted.

DRAKE CONSULTANTS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Miami, State of Florida, has designated Timothy Drake, with office located at 9860 S.W. 155th Ave., Miami, Florida 33196, as its agent and accept service of process within Florida.

Incorporator:



William J. Sanchez

Date: 4/2/98

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

  
Timothy Drake

Date: 4/2/98

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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