

April 3, 1998

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

RE: Incorporation of CLIFTON SYSTEMS CONSULTING, INC.

Dear Sir/Madam:

Enclosed please find the following:

- 1) Original and one (1) copy of the Articles of Incorporation of the apole captioned corporation containing the Registered Agent Designation and Acceptance
- 2) A check in the amount of \$122.50 made payable to your order, representing the following fees:

Filing Fee	\$35.00	4000024797249
Certificate Under Seal	\$52.50	-04/06/9801059006
Registered Agent Designation	\$35.00	****122.50 ****122.50
Total Enclosed	\$122.50	·

Please return copies of the Certificate Under Seal and clocked in Articles of Incorporation once registered.

Thank you in advance for your immediate attention to this matter.

Very truly yours, STUART M. SLUTSKY, P.A.

BY: STUART M. SLUTSKY, ESQ.

Enclosure



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ARTICLES OF INCORPORATION

CLIFTON SYSTEMS CONSULTING, INC

SECRETARY PH 1:29 The undersigned incorporator (s), for the purposes of forming a Corporation the Florida Business Corporations Act, hereby adopt (s) the following Articles of Incorporation:

ARTICLE I: NAME AND PRINCIPAL ADDRESS

The name of the corporation shall be CLIFTON SYSTEMS CONSULTING, INC.. The principal address of the corporation will be 642 Bedford Way, Fort Lauderdale, Florida 33326.

ARTICLE II: DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III: PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares at \$.01 par value.

ARTICLE V: REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2500 Weston Road, Suite 220, Weston, Florida 33331 and the name of the initial registered agent at that address is STUART M. SLUTSKY.

ARTICLE VI: INCORPORATORS

The name and address of each person signing these Articles is:

NAME

DAVID B. CLIFTON

642 Bedford Wav

Fort Lauderdale, Florida 33326

ARTICLE VII: INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this <u>3</u> day of **April**, **1998**.

Certificate Designating Place of Business or Domicile for the Service of Process within this State and Naming Agent upon whom Process may be Served

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That CLIFTON SYSTEMS CONSULTING, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 642 Bedford Way, Fort Lauderdale, Florida 33326, has named STUART M. SLUTSKY, located at 2500 Weston Road, Suite 220, Weston, Florida 33331, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Registered Agent

Ву:

STÚÁRT M. SLÚTSKY

