

Charter Number Only

19700039159

Foreman & Company
 Requestor's Name
 7211 W. Cypress Head Drive
 Address
 Parkland, FL 33067
 City State ZIP Phone

(954) 752-2174 A

REGISTRATION ONLY

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CORPORATION(S) NAME

Imperial Consulting Services, Inc.

RECEIVED
 98 APR 30 AM 10:02
 DIVISION OF CORPORATION

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |

FILED
 98 APR 30 AM 11:35
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Certified Copy

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

[Signature] 4/30/98

Empire Toll Free: 1-800-432-3028

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
IMPERIAL CONSULTING SERVICES, INC.**

I the undersigned incorporator of a Corporation under the Florida General Corporation Act adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the Corporation is Imperial Consulting Services, Inc.

ARTICLE II. NATURE OF BUSINESS

The purpose of this Corporation shall be to engage in such business and business activity as are permitted and otherwise allowable by law.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at one time is 100 shares, \$1.00 par value stock.

ARTICLE IV. ADDRESS

The principal office of this Corporation shall be located at 433 Plaza Real, Suite 275 Boca Raton, Florida 33063 and its registered agent is Michael J. Coffin at that address.

ARTICLE V. DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the By-Laws of the Corporation. The election of directors shall be done in accordance with the By-Laws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of the initial member of the Corporation's Board of Directors is:

Michael J. Coffin

ARTICLE VI. EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VII. INCORPORATOR

The name and post office address of the Incorporator of these Articles of Incorporation is: Michael J. Coffin, 433 Plaza Real, Suite 275 Boca Raton, FL 33432

ARTICLE VIII. BY-LAW AMENDMENT

The power to adopt, alter, amend, or repeal the By-Laws of the Corporation shall be vested in the Board of Directors.

ARTICLE IX. INFORMAL ACTION OF DIRECTORS

If all the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE X. AMENDMENTS

These Articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the stockholders and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and stockholders sign a written statement manifesting their intention that certain stated amendments to these Articles of Incorporation be made.


INCORPORATOR

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF
PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM SERVICE
OF PROCESS MAY BE MADE.**

Pursuant in Chapter 48.091 Florida Statutes, the following is submitted:

Imperial Consulting Services, Inc. elects to organize under the laws of the State of Florida with its principal office as indicated in Article IV of the Articles of Incorporation in the City of Boca Raton, Florida as named:

Michael J. Coffin

433 Plaza Real, Suite 275

Boca Raton, FL 33432

as its agent to accept Service of Process within the State.

ACKNOWLEDGEMENT:

Having been named to accept Service of Process for the above named Corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


REGISTERED AGENT

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