

Law Offices of

Richard F. Hayes
Attorney at Law

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FILED
OCT 19 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 14, 1998

Mr. John Nedeau
Document Specialist
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

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09/08/98 01126--009
*****70.00 *****70.00

Re: Refiling of Articles of
Incorporation per your
letter of 9/14/98

EFFECTIVE DATE
10-15-98

Dear Mr. Nedeau:

Enclosed please find a corrected Articles of Incorporation pursuant to the instructions contained in your letter and my telephone conversation with the Secretary of State's office which stated that the new name is sufficiently different from the former name we had chosen which was too close to another corporation's name.

Your assistance is appreciated and I have enclosed an envelope for returning a stamped copy (not certified) to me and please note that I have utilized the date of October 15, 1998 as the date of commencement. The filing fee originally forwarded was not returned to us and I assume we have a credit therefor.

Thank you.

Very truly yours,

Richard F. Hayes
RICHARD F. HAYES

RFH:dh
Encls:

60
10/19



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 14, 1998

LAW OFFICES OF RICHARD F. HAYES
8500 S.W. 92 STREET
STE. 204
MIAMI, FL 33156

SUBJECT: SOUTHEAST CONSULTING CORP.
Ref. Number: W98000020831

We have received your document for SOUTHEAST CONSULTING CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

John Nedeau
Document Specialist

Letter Number: 098A00046356

CERTIFICATE AND
ARTICLES OF INCORPORATION

OF

SOUTHEAST CONSULTING CORP.
OF SOUTH FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This is to certify, that the undersigned, do hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State of Florida this Certificate of Incorporation; and to that end we do, by this Certificate, set forth:

EFFECTIVE DATE

ARTICLE ONE

10-15-98

The name of the corporation (which is hereinafter called the "Corporation") is:

SOUTHEAST CONSULTING CORP.
OF SOUTH FLORIDA

ARTICLE TWO
STATEMENT OF CORPORATE NATURE

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all lawful things allowed and permitted to be done by corporations under the laws of the State of Florida.

ARTICLE THREE

The maximum number of shares of stock this Corporation is

authorized to have outstanding at any time shall be 100 shares at \$0.25 cents par value.

All the Shares of stock are to be of one class, namely Common Stock, at a just valuation to be fixed by the Incorporators or by the Directors at a meeting called for such purpose.

ARTICLE FOUR

The amount of capital with which the Corporation shall begin business shall be no less than Five Hundred Dollars (\$500.00).

ARTICLE FIVE

The corporation shall have perpetual existence from October 15, 1998.

ARTICLE SIX

The principal place of business of the Corporation shall be 124 Laurel Road, Hollywood, Florida 33021, with the privilege of having branch offices within and without the State of Florida. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE SEVEN

The Corporation shall have one (1) Director initially. The number of Directors may be increased from time to time by the by-laws adopted by the stockholders.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE EIGHT

The resident agent for the service of process is:

STEVEN I. AGRAN
124 Laurel Road
Hollywood, Florida 33021

Acceptance by Agent
STEVEN I. AGRAN

ARTICLE NINE

These Articles of Incorporation may be amended in the manner required by law, every amendment shall be approved by the Director, who shall have one (1) vote as proposed by him to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless the Director and all the stockholders sign a statement manifesting their intention that a certain amendment of these articles be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, and acknowledged to be filed in the office of the Secretary of State the foregoing Certificate of Incorporation, this 1st day of September, 1998.

STEVEN I. AGRAN

STATE OF FLORIDA)
)
COUNTY OF DADE)

ss

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared, STEVEN I. AGRAN, who acknowledged before me that he signed the foregoing Certificate of Incorporation for the purposes therein expressed and who provided _____ as identification or was ✓ personally known to me and who did not take an oath.

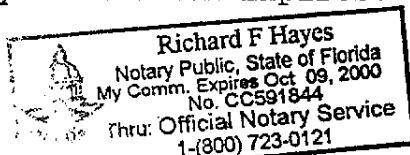
WITNESS my hand and official seal at the City of Miami, County of Dade, State of Florida, this 28 day of September, 1998.


NOTARY PUBLIC STATE OF FLORIDA
Richard F. Hayes

Print name of Notary Public

8500 S.W. 92 Street Miami, FL 33156
Print address of Notary Public

My Commission Expires:



These articles of incorporation
were prepared by:

RICHARD F. HAYES., ESQ.,
Attorney at Law
Suite 204
8500 S.W. 92 Street
Miami, Florida 33156
Tele: 253-5884