

11/23/98

FLORIDA DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: NAL. C WILLIAMS CONSULTING, INC.

AUDIT NUMBER.....H98000021881

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

CERT. OF STATUS..0

PAGES..... 4

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ARTICLES OF INCORPORATION

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida business corporation act, hereby adopt(s) the following articles of incorporation:

ARTICLE I NAME

The name of the corporation shall be: NAL C. WILLIAMS CONSULTING, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address if this corporation shall be:

7736 Alhambra Boulevard
Miramar, FL 33023

Telephone: (954) 983-8131
Facsimile: (954) 983-8134
VOX: (888) 422-5447

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ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is :

500 Shares

ARTICLES IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial Registered Agent is:

RODRIGUEZ & MORRISON, P.A.
13903 NW 67th Avenue, Suite 450
Miami Lakes, FL 33014

Telephone (305) 825-4778

Prepared By:
Kevin A. Morrison, Esquire (FBN: 0052264)
Rodriguez & Morrison, P.A.
13903 NW 67th Avenue, Suite 450
Miami Lakes, FL 33014
(305) 825-4778

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ARTICLE V INCORPORATOR(s)
See instructions for officers\directors

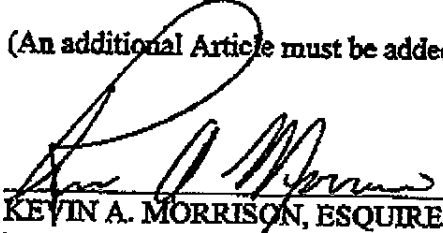
The name(s) and street addresses(es) of the incorporator(s) to these Articles of Incorporation is/are:

Nal C. Williams
7736 Alhambra Boulevard
Miramar, FL 33023

Kevin A. Morrison, Esquire
13903 NW 67th Avenue, Suite 450
Miami Lakes, FL 33014

The undersigned incorporator(s) has\have executed these Articles of Incorporation this 20th of November, 1998.

(An additional Article must be added if an effective date is requested.)



KEVIN A. MORRISON, ESQUIRE (INCORPORATOR)
FBN: 0052264

Notarization is Not Required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

Prepared By:
Kevin A. Morrison, Esquire (FBN: 0052264)
Rodriguez & Morrison, P.A.
13903 NW 67th Avenue, Suite 450
Miami Lakes, FL 33014

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: NAL C. WILLIAMS CONSULTING, INC.
2. The name and address of the Registered Agent and Office:

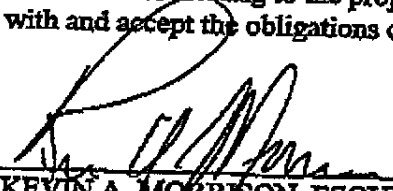
RODRIGUEZ & MORRISON, P.A.
(Name)

13903 NW 67th Avenue, Suite 450
Address (P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Miami Lakes, FL 33014
(City-State-Zip Code)

Telephone: (305) 825-4778

Having been named as Registered Agent and to accept Service of Process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



KEVIN A. MORRISON, ESQUIRE
RODRIGUEZ & MORRISON, P.A.

DATE: 11/23/98

Prepared By:
Kevin A. Morrison, Esq. (FBN: 0052264)
Rodriguez & Morrison, P.A.
13903 NW 67th Avenue, Suite 450
Miami Lakes, FL 33014

STATE OF FLORIDA, DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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