

CORPORATION(S) NAME

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CR2E031 (R8-85)

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

The Flagler Management Group, Inc.

The corporation is being formed to provide international consulting and research services to a broad range of clients. The Flagler Management Group was first organized and registered in the State of Florida as a sole proprietorship in 1981. The organization's principals have decided to incorporate to better serve the needs and interest of its clients.

ARTICLE II PRINCIPAL OFFICE

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

The Flagler Management Group, Inc. 2240 Palm Beach Lakes Boulevard, Suite 100 West Palm Beach, Florida 33409

ARTICLE III SHARES

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

10,000 shares of common stock, par value \$1.00 per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Evelyn F. Parkes, C.P.A. 2240 Palm Beach Lakes Boulevard, Suite 100 West Palm Beach, Florida 33409

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

R. Dougal Menelaws 841 Quail Road Loxahatchee Groves, Palm Beach County, Florida 33470

ARTICLE VI BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors consisting of no less than one director. The Board of Directors may be increased of decreased from time to time in accordance with the Bylaws of the corporation. The initial Board of Directors are as follows:

- R. Dougal Menelaws, President, MBA, MUP Harvard University 841 Quail Road Loxahatchee Groves, Palm Beach County, Florida 33470
- Menuk D. Menelaws, Vice President, Secretary
 841 Quail Road
 Loxahatchee Groves, Palm Beach County, Florida 33470
- Evelyn F. Parkes, C.P.A., Treasurer 14049 Port Circle Palm Beach Gardens, Florida 33410

ARTICLE VII CORPORATE EXISTENCE

The corporate existence of the corporation shall begin effective as of January 1, 1999.

Payal Musl 12/22/98

Signature/Incorporator Date

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.

Signature/Registered Agent

ARTICLES OF INCORPORATION The Flagler Management Group, Inc.

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Date

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SECRETARY OF STATE
TALLAHASSEE FLORING