



ACCOUNT NO. : 072100000032

REFERENCE : 247714 7132900

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 20, 1999

ORDER TIME : 12:38 PM

ORDER NO. : 247714-005

CUSTOMER NO: 7132900

CUSTOMER: Ms. Jodi Ellis
BARRY S. BALMUTH, P.A.
BARRY S. BALMUTH, P.A.
Suite 1000
1645 Palm Beach Lakes Blvd.
West Palm Beach, FL 33401

100002881441--5
-05/20/99--01083--001
*****70.00 *****70.00

100002881441--5
-05/20/99--01083--002
*****8.75 *****8.75

DOMESTIC FILING

NAME: SAN-SAL CONSULTING CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

RECEIVED
99 MAY 20 PM 2:28
FILED
99 MAY 20 PM 5:00
CLERK OF STATE
DIVISION OF CORPORATE REGISTRATION
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/20/99
mm

ARTICLES OF INCORPORATION
OF
SAN-SAL CONSULTING CORPORATION

The undersigned, for the purposes of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE I

NAME

The name of this Corporation is:

SAN-SAL CONSULTING CORPORATION

ARTICLE II

PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of the corporation is:

**170 North Ocean Boulevard, Suite 204
Palm Beach, Florida 33480**

ARTICLE III

AUTHORIZED SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is 200 shares of Common Stock with a par value of \$1.00 per share.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address and mailing address of the initial registered office of this Corporation in the State of Florida shall be:

**Barry S. Balmuth, Esq. (FL Bar No. 868991)
1061 Forum Place, Suite 300
West Palm Beach, FL 33401
Phone: (561) 242-9400**

FILED
99 MAY 20 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1601 Forum Place
Suite 300
West Palm Beach, Florida 33401

The name of the initial registered agent of this Corporation at that address shall be:

Barry S. Balmuth

ARTICLE V

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors. The number of directors of the corporation shall be established and regulated by the Bylaws. The names and street addresses of the directors of the first Board of Directors are:

| <u>Name</u> | <u>Street Address</u> |
|--|--|
| Anthony N. DeLuca, President | Altos De San Francisco FOOPJE No. 114 Bloc B San Salvador, El Salvador |
| Sanford D. Blank, Secretary, Treasurer | 170 North Ocean Boulevard Suite 204 Palm Beach, Florida 33480 |
| Jonathan F. Blank, Vice President | 336 West Wind Court Norwood, New Jersey 07648 |

ARTICLE VI

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

| <u>Name</u> | <u>Street Address</u> |
|------------------|---|
| Sanford D. Blank | 170 North Ocean Boulevard, Suite 204 Palm Beach, Florida 33480 |

ARTICLE VII

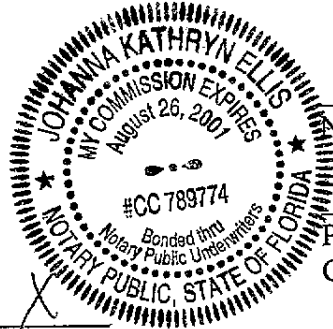
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment must be approved by the Board of Directors, proposed to them by the Stakeholders, and approved at a Stockholders' meeting by a majority of Stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at West Palm Beach, Florida, this 1ST day of May, 1999.

Sanford D. Blank, Incorporator
Sanford D. Blank

The foregoing was acknowledged before me this 1ST day of May, 1999 by Sanford D. Blank.



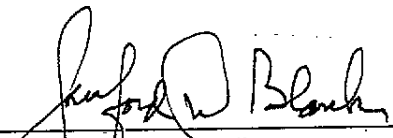
Johanna Kathryn Ellis
Notary Public, State of Florida

Print, Type or Stamp
Commissioned Name of Notary

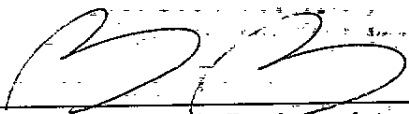
Personally Known X
Produced Identification _____
Type of Identification Produced _____

**DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT**

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, SAN-SAL CONSULTING CORPORATION, having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 1601 Forum Place, Suite 300, West Palm Beach, Florida 33401, has named Barry S. Balmuth located thereat as its registered agent to accept service of process within this State.

By: 
Sanford D. Blank, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby consent to and accept the appointment to act in this capacity, acknowledge that I am familiar with and accept the obligations of a registered agent and agree to comply with the laws of Florida applicable thereto.

By: 
Barry S. Balmuth, Registered Agent

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FILED
99 MAY 20 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA