FROM: ACCOUNTING & TAX HELP INC.

PHONE NO.: 7273975189

May. 21 1999 09:16AM P1

Division of Corporations

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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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Division of Corporations

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: (850) 922-4001

From:

Account Name : AL CLARK Account Number : 072100000173

Phone

Fax Number

: (813)398-6011 : (813)397-5189

FLORIDA PROFIT CORPORATION OR P.A.

ERP SPECIALISTS, INC.

Certificate of Status	0
Certified Copy	0
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MAY 2 1 1999

May. 21 1999 09:16AM P2

FROM: ACCOUNTING & TAX HELP INC.

PHONE NO.: 7273975189

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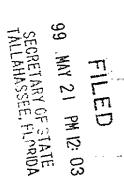
ARTICLES OF INCORPORATION

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

ERP SPECIALISTS, INC.



ARTICLE II PRINCIPAL OFFICE

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

11412 JIM FERRIELL DRIVE EL PASO, TX.79936

ARTICLE III SHARES

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

1000 SHARES NO PAR

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

prepared by:

Name: CHRISTIAN MATEO

Address: 11412 JIM FERRIELL DRIVE

EL PASO, TX.79936

Accounting & Tax Help, INC. 8668 PARK BLVD Suite .A SEMINOLE, Florida 33777

PH#915-629-7175

H990000 122681

FROM: ACCOUNTING & TAX HELP INC.

PHONE NO.: 7273975189

May. 21 1999 09:16AM P3

H99 0000 12268 1

FROM : PICCOUNTING & TAX HELP INC.

PHUNE NO. : 727397S189

May. 19 1999 61:09PM P2

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of incorporation is(are):

Christian Mateo 11412 Jim Ferriell Drive El Paso, TX, 79936

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

80 th day of MAY 19 99.

(An additional article must be added if an effective dute is requested.)

Signature
Signature

Notarization is not required

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

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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:

ERP SPECIALISTS, INC.

2. The name and address of the registered agent and office is:

Accounting & Tax Help, INC. (Name)

8668 PARK BLVD., Suite A (P.O. Box <u>not</u> acceptable)

(City/State/Zip)

SEMINOLE, Florida 33777

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.

DATE _ 5-21-9 (Signature)

PRESIDENT

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

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