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Account Number: 076247002423 : (954)763-1200 : (954)766-7800 Phone Fax Number

### FLORIDA PROFIT CORPORATION OR P.A.

JEC CONSULTING, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 30, 1999

ATLAS PEARLMAN TROP ET AL.

SUBJECT: JEC CONSULTING, INC.

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Becky McKnight
Document Specialist

FAX Aud. #: 899000015978 Letter Number: 199A00034524

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

# ARTICLES OF INCORPORATION OF J. CAMPBELL CONSULTING, INC.

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

### ARTICLE I CORPORATE NAME

The name of this Corporation shall be: J. CAMPBELL CONSULTING, INC.

### ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the 1402 East Las Olas Boulevard, Suite 196, Fort Lauderdale, FL 33301.

# ARTICLE III NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ROXANNE K. BEILLY, Esq. FLA. BAR # 851450 Atias, Pearlman, Trop & Borkson, P.A. 200 East Las Olas Boulevard, Suite 1900 Fort Lauderdale, Florida 33301 Phone No.: (954) 763-1200

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SECRETARY OF STATE
AND AHASSEF, FLORIDA

#### ARTICLE IV CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be one thousand (1,000) shares of common stock, par value \$1.00 per share.

#### ARTICLE V TERM OF EXISTENCE

This Corporation shall have perpetual existence.

#### ARTICLE VI **REGISTERED AGENT AND** INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be Brian Frederiksen,1402 East Las Olas Boulevard, Suite 196, Fort Lauderdale, FL 33301.

#### ARTICLE VII **BOARD OF DIRECTORS**

This Corporation shall have two (2) Directors initially.

#### ARTICLE VIII **INITIAL DIRECTORS**

The names and addresses of the initial Directors of this Corporation are:

Julianne E. Campbell 2620 Aurelia Place Fort Lauderdale, FL 33301

Brian Frederiksen 1402 East Las Olas Boulevard, Suite 196 Fort Lauderdale, FL 33301

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The persons named as initial Directors shall hold office for the first year of existence of this Corporation, or until their successors are elected or appointed and have qualified, whichever occurs first.

### ARTICLE IX INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is Brian Frederiksen.

### ARTICLE X INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

## ARTICLE XI AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

### ARTICLE XII CONTROL SHARE ACQUISITIONS

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

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IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the  $\frac{24}{2}$  day of June, 1999.

Brian Frederiksen, Incorporator

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# CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE FOR SERVICE OF PROCESS

T. CAMPBELL CONSULTING, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 1402 East Las Olas Boulevard, Suite 196, Fort Lauderdale, FL 33301, has named Brian Frederiksen whose address is 1402 East Las Olas Boulevard, Suite 196, Fort Lauderdale, FL 33301, as its agent to accept service of process within the State of Florida.

#### **ACCEPTANCE:**

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

Brian Frederiksen

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