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Florida Department of State  
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TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.**

**INTERAMERICAN MANAGEMENT CONSULTANT GROUP, INC.**

Certificate of Status	1
Certified Copy	0
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**ARTICLES OF INCORPORATION  
OF  
INTERAMERICAN MANAGEMENT CONSULTING GROUP, INC.**

**ARTICLE I  
NAME**

The name of this corporation shall be:

**INTERAMERICAN MANAGEMENT CONSULTING GROUP, INC.**

**ARTICLE II  
DURATION**

This corporation shall commence its existence as of the date of filing of these Articles of Incorporation.

**ARTICLE III  
PURPOSE**

This corporation is organized for any lawful purpose.

**ARTICLE IV  
CAPITAL STOCK**

This corporation is authorized to issue one hundred (100) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

**ARTICLE V  
PRINCIPAL OFFICE OF BUSINESS**

The principal place of business of this corporation shall be: 31 Northeast 43<sup>rd</sup> Street, Florida 33137.

**ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address is as follows:

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**REGISTERED AGENT**

Luis F. Flores

**STREET ADDRESS OF  
REGISTERED OFFICE**31 Northeast 43<sup>rd</sup> Street  
Miami, Florida 33137**ARTICLE VII  
INITIAL BOARD OF DIRECTORS**

This corporation shall have one Director initially. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one.

The name and address of the Director is Luis F. Flores, 31 Northeast 43<sup>rd</sup> Street, Florida 33137.

**ARTICLE VIII  
INCORPORATOR**

The name and address of the person signing these Articles as Incorporator is Luis F. Flores, 31 Northeast 43<sup>rd</sup> Street, Florida 33137.

**ARTICLE IX  
BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE X  
AMENDMENTS**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any right conferred upon the Shareholders is subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation as of the 20th day of October, 1999.

Luis F. Flores  
Sole Incorporator

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**ACCEPTANCE OF REGISTERED AGENT**

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED  
ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND  
DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY  
OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 20th DAY OF OCTOBER, 1999.

BY:   
Luis F. Flores

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