OFFICE USE ONLY (Document # LATARUS CORPORATE FILING SEI (Requestor's Name) 3320 S.W. 87th AVENUE (Address) MIAMI, FLORIDA (305)552-5		-1	030566431 1/30/99-01032-004 ****78.75 *****78.75
(City, State, Zip) (Phon	·		
LOCAL REPRESENTATIVE TALLAH	ASSEE	OFFICE USE ONLY	
CORPORATION NAME(s) & D	OCUMENT NUMI	BER(S) (if known):	
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ARTICLES OF INCORPORATION

OF

P.S.O. CONSULTANTS OF SOUTH FLORIDA, INC.



The undersigned incorporator to these Articles of Incorporation, a Florida corporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the Corporation is P.S.O. CONSULTANTS OF SOUTH FLORIDA, INC.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to conduct any business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is OneThousand (1,000) shares of common stock having a par value of (\$.001) per share.

Shares may be issued only for a consideration having value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The initial Registered Agent and the street address of the corporation in the State of Florida shall be:

Stewart G. Greenberg, P.A.
Penthouse 400
11440 North Kendall Drive
Miami, FL 33176

ARTICLE VI - CORPORATION'S PRINCIPAL OFFICE

The initial principal office of the corporation shall be at 11440 North Kendall Drive, Penthouse 400, Miami, FL 33176. The Board of Directors may, from time to time, move the principal office of the corporation to any other address in the State of Florida.

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by-Laws adopted by the stockholders, but shall never be less than one (1).

<u> ARTICLE VIII - INITIAL DIRECTORS</u>

The name of the initial director of this corporation and his street address is:

Stewart G. Greenberg 11440 North Kendall Drive Penthouse 400 Miami, FL 33176

The person named as initial director shall hold office for the first year of existence of this corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE IX - INCORPORATOR

The name and street address of the individual signing these Articles of Incorporation as the Incorporator is:

Penthouse 400 11440 North Kendall Drive Miami, FL 33176

ARTICLE X - CONFLICT OF INTEREST

No contract between this corporation and another corporation or another individual shall be invalidated by reason of the fact that the one or more of the officers or directors of this corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this corporation may be the other individual or individuals contracting with this corporation.

ARTICLE XI - AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X11 - OFFICERS

The name of the initial officers of this corporation and their street addresses are:

Stewart G. Greenberg (President) 11440 North Kendall Drive Penthouse 400 Miami, FL 33176 The person named as initial officer 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.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the ya day of November, 199.

STEWARI G. GREENBERG

STATE OF FLORIDA

)) SS:

COUNTY OF DADE

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, this day personally appeared <u>STEWART G. GREENBERG</u>, known to me to be the person(s) described herein and who executed the foregoing instrument, who acknowledged before me that (s)he/they executed the same, that I relied upon the following form(s) of identification of the above-named person(s): <u>(personally known)</u>; and that an oath was taken.

WITNESS my hand and seal in the County and State last aforesaid, this 36 day of Noun w, A.D. 1999.

NOTARY PUBLIC,

State of Florida at Large

Printed Notary Signature

My Commission Expire

TANIA MAGDALENO Comm. No. CC 611300 My Comm. Exp. Apr. 26, 2001 Bonded thru Pichard Ins. Agey,