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To:  
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Fax Number : (850)922-4001

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110

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

Profit Builders Consulting, Inc.

Certificate of Status	0
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B. McKnight DEC 28 1999



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 28, 1999

CORPORATE CREATIONS INTL

SUBJECT: PROFIT BUILDERS CONSULTING, INC.  
REF: W99000029503

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

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## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida corporation is:  
Profit Builders Consulting, Inc.

EFFECTIVE DATE

12-22-99

### Article II. Address

The Corporation's mailing address is:  
Profit Builders Consulting, Inc.  
2228 Kumquat Drive  
Edgewater FL 32141

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### Article III. Registered Agent

The name and address of the Corporation's registered agent is:  
Steven R. Frye  
2228 Kumquat Drive  
Edgewater FL 32141

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:  
Steven R. Frye

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

American Incorporators Ltd.  
1220 North Market Street, Suite 606  
Wilmington DE 19801  
800-421-2661

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Article V. Capital Stock

The Corporation shall have the authority to issue 1,500 shares of common stock, par value zero per share.

Article VI. Incorporator

The name and address of the incorporator is:  
Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on December 22, 1999.

The undersigned incorporator executed these Articles of Incorporation on December 28, 1999.

  
\_\_\_\_\_  
CORPORATE CREATIONS INTERNATIONAL INC.  
Roger A. Reyes Vice President

American Incorporators Ltd.  
1220 North Market Street, Suite 606  
Wilmington DE 19801  
800-421-2661

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**

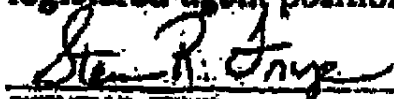
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**REGISTERED AGENT/OFFICE:**

Steven R. Frye  
2228 Kumquat Drive  
Edgewater FL 32141

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
STEVEN R. FRYE

Date: December 28, 1999

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