

ANTHONY J. BEISLER III  
ALSO MEMBER TEXAS BAR

LAW OFFICES  
ANTHONY J. BEISLER III, P.A.  
1001 NORTHEAST 26TH STREET  
FORT LAUDERDALE, FLORIDA 33308  
(305) 808-1007

P96000046031

CORPORATE RECORDS BUREAU  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

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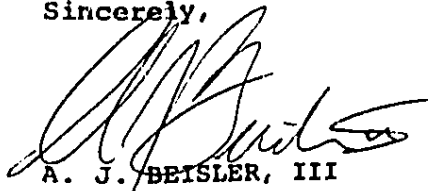
Gentlemen:

Enclosed herewith for filing are papers for the incorporation of

Please find a check for the necessary Charter Tax, filing fee, certified copy, reservation of name, and registration of Designated Resident Agent.

Your cooperation is appreciated. If there are any questions, concerning any of this, please contact this office as we represent the incorporator.

Sincerely,



A. J. BEISLER, III

AJB:je

MAY 30 1996 BSB

FILED  
96 MAY 23 PM 3:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
OMNI MANAGEMENT CONSULTANTS, INC.

96 MAY 23 PM 3:38

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and execute the following articles of Incorporation for the purpose of forming a Corporation.

ARTICLE I

The name of the corporation shall be:  
OMNI MANAGEMENT CONSULTANTS, INC.

and its initial post office address and its principle office for the conduct of business is:

520 N. Ocean Blvd. #20  
Pompano Beach, Fl. 33062

ARTICLE II

The corporation is to exist perpetually unless sooner dissolved according to law.

ARTICLE III

The general purpose of the corporation is to conduct, engage in, or transact any or all lawful business by which any corporation may be incorporated under the laws of the State of Florida.

ARTICLE IV

The amount of capital with which the corporation will begin business is \$ 1,000.00 . The corporation is authorized to issue 1,000.00 shares of common stock at \$ 1.00 par value.



ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by law and every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a stockholders meeting by the majority of the stockholders entitled to vote thereon.

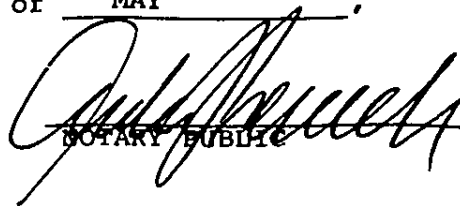
IN WITNESS WHEREOF, the undersigned has hereunto affixed his seal and subscribed his name on this 22 day of May, 1996.

  
SOL FORMAN

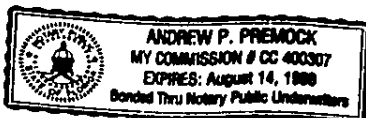
STATE OF FLORIDA    )  
                          )  
COUNTY OF BROWARD )

I HEREBY CERTIFY that on this day before me, the undersigned officer, personally appeared SOL FORMAN who is personally known to me, and knowledges that he is the person who signed the attached and foregoing instrument for the purposes stated therein.

WITNESS my hand and official seal in the County and State aforesaid on this 22 day of MAY, 1996.

  
NOTARY PUBLIC

My Commission expires:



STATE OF FLORIDA  
OFFICE OF THE CLERK OF THE SUPREME COURT

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First-That OMNI MANAGEMENT CONSULTANTS, INC.  
a corporation duly organized and existing under the laws of the  
State of FLORIDA with its principal office, as indicated  
in the articles of Incorporation at City of POMPANO BEACH  
County of BROWARD, State of FLORIDA  
has named SOL FORMAN located at 520 N. Ocean Blvd. #20, Pompano Beach, Fl. 33062  
(Street address and number of building, P.O. Box address not acceptable)  
City of Pompano Beach, County of Broward,  
State of Florida, as its agent to accept service of process  
within this state.

OFFICERS:	AFFIX TITLES:	SPECIFIC ADDRESS:
	NAME	
<u>SOL FORMAN</u>	<u>PRES., SECT.</u>	<u>520 N. Ocean Blvd. #20</u> <u>Pompano Beach, Fl. 33062</u>
<u>HARRIET FORMAN</u>	<u>V. PRES., TREA.</u>	

DIRECTORS:	( <del>None are required by law</del> )	SPECIFIC ADDRESS
	NAME	
<u>SOL FORMAN</u>		<u>same as above</u>

By Sol Forman  
(Corporate Officer)

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By Sol Forman  
(Resident Agent)

It is necessary to file this certificate within thirty days after filing Certificate of Incorporation, as to domestic Corporations and within thirty days after issuance of permit to foreign corporations; and thereafter when corporation has changed its place of business or agent or changed its officers and/or directors:

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MAY 23 1968  
FILE 338