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FILED
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DIVISION OF CORPORATIONS
02 DEC -6 AM 10:29

FLORIDA PROFIT CORPORATION OR P.A.

MINTON-ADAMS CONSULTING, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
MINTON-ADAMS CONSULTING, INC.

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ARTICLE I. NAME

The name of this corporation shall be MINTON-ADAMS CONSULTING, INC.

ARTICLE II. MAILING ADDRESS & PRINCIPAL OFFICE

The mailing address of the corporation is 6751 Professional Parkway West, Suite 101, Sarasota, Florida 34240. The principal place of business of the corporation is 6751 Professional Parkway West, Suite 101, Sarasota, Florida 34240.

ARTICLE III. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of signing of these Articles of Incorporation. This corporation's duration shall be perpetual.

ARTICLE IV. PURPOSE

The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE V. CAPITAL STOCK

This corporation shall have the authority to issue 1,000 shares of One Dollar (\$1.00) par value common capital stock.

PREPARED BY:
Joseph L. Najmy, Esq. (Bar No. 0847283)
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ARTICLE VI. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VII. INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's initial registered office shall be 6751 Professional Parkway Court, Suite 101, Sarasota, Florida 34240

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Emily Minton.

ARTICLE VIII. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: Emily Minton, 7809 Troon Court, Bradenton, Florida 34202.

ARTICLE IX. BOARD OF DIRECTORS

The Directors shall be elected from time to time in accordance with the provisions of the Corporation's Bylaws. At all times there shall be at least one Director for the Corporation. The name and address of each of the members on the initial Board of Directors are as follows:

<u>Names</u>	<u>Address</u>
1. Dian Adams	8164 Natures Way, No. 17 Bradenton, Florida 34202
2. Emily Minton	7809 Troon Court Bradenton, Florida 34202

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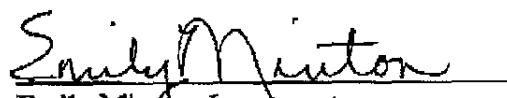
ARTICLE X. PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he or she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him or her to exercise his or her preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE XI. AMENDMENT OF ARTICLES

The power to adopt, alter, amend or repeal the Articles of Incorporation of this corporation shall be vested in the shareholders by a majority vote of such shareholders.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 6th day of December, 2002


Emily Minton, Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of MINTON-ADAMS CONSULTING, INC. which is contained in the foregoing Articles of Incorporation. Pursuant to Section 607.0501(3), Florida Statutes (2002), I hereby state that I am familiar with and accept the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 6th day of December, 2002.


Emily Minton, Registered Agent