

2000 UNIFORM BUSINESS REPORT (UBR)

FILED
May 04, 2000 8:00 am
Secretary of State

05-04-2000 90143 016 ***158.75

DOCUMENT # P99000051112

1. Entity Name
ANI CONSULTING, INC.

Principal Place of Business 2665 S. BAYSHORE DR., STE. #202 COCONUT GROVE FL 33133	Mailing Address 2665 S. BAYSHORE DR., STE. #202 COCONUT GROVE FL 33133-5402
--	---



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		3. Mailing Address		4. FEI Number 0535 (65-0948918)		Applied For <input type="checkbox"/> Not Applicable	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		5. Certificate of Status Desired <input checked="" type="checkbox"/>		\$8.75 Additional Fee Required	
City & State		City & State		5. Certificate of Status Desired <input checked="" type="checkbox"/>		\$8.75 Additional Fee Required	
Zip	Country	Zip	Country				

6. Name and Address of Current Registered Agent WOHL, MICHAEL D 2665 S. BAYSHORE DR., STE. #202 COCONUT GROVE FL 33133				7. Name and Address of New Registered Agent			
				Name Michael D. Wohl			
				Street Address (P.O. Box Number is Not Acceptable) 9400 S. Dadeland Blvd.			
				Suite 100			
				City Miami		FL	Zip Code 33156

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE  (NOTE: Registered Agent signature required when reinstating)

DATE **4/28/00**

9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so. (See criteria on back) <input type="checkbox"/>	FILE NOW!!! FEE IS \$150.00 After MAY 1, 2000 Fee will be \$550.00 Make Check Payable to Department of State	10. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/>	\$5.00 May Be Added to Fees
---	---	---	------------------------------------

11. OFFICERS AND DIRECTORS		12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
		President Michael D. Wohl 9400 S. Dadeland Blvd, #100 Miami, FL 33156	
		Chairman Louis Wolfson, III 9400 S. Dadeland Blvd, #100 Miami, FL 33156	
		Executive Vice President David O. Deutch 9400 S. Dadeland Blvd, #100 Miami, FL 33156	
		Senior Vice President Mitchell Friedman 9400 S. Dadeland Blvd, #100 Miami, FL 33156	

13. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 11 or Block 12 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:  (NOTE: Registered Agent signature required when reinstating)

DATE **4/28/00** Daytime Phone # **(305) 851-7100**

CR2E034 (9/99)

#P99000051112
A0053985

FILED
99 NOV 29 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ANI CONSULTING, INC.**

Pursuant to the provisions of section 607.1006, Florida-Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted:

ARTICLE I. NAME

The new name for the corporation should read as follows:

PHG CONSULTING, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

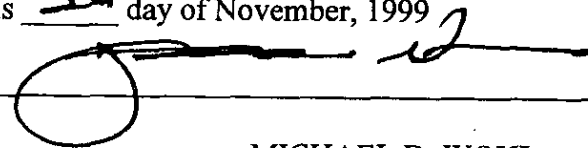
THIRD: The date of each amendment's adoption: November 23, 1999.

FOURTH: Adoption of Amendment:

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 23rd day of November, 1999

Signature



MICHAEL D. WOHL

Printed Name

Incorporator/Director

Title