



THE UNITED STATES
CORPORATION
COMPANY

990000003962

ACCOUNT NO. : 072100000032

REFERENCE : 307850 7187646

AUTHORIZATION :

COST LIMIT : \$ 70.00

Stucia Pigut

ORDER DATE : July 15, 1999

ORDER TIME : 12:30 PM

ORDER NO. : 307850-005

CUSTOMER NO: 7187646

CUSTOMER: Mr. Donald Ramsey
Mr. Donald Ramsey
605 Baywood Drive

100002940251--7

Lynn Haven, FL 32444

FOREIGN FILINGS

w99-17036

NAME: INNOVATIVE CONSULTING, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

W 8/3
TALLAHASSEE FLORIDA
SECRETARY OF STATE
99 JUL 23 AM 9:39
FILED

RECEIVED
99 JUL 23 PM 12:49
TALLAHASSEE, FLORIDA
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 23, 1999

CSC
ATTN: TAMARA ODOM

SUBJECT: INNOVATIVE CONSULTING, INC.
Ref. Number: W99000017036

RESUBMIT

Please give original
submission date as file date.

*Please backdate
to 7/23/93
Thanks!*

Intelle Clear Consulting, Inc.

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 599A00037817

RECEIVED
99 AUG -2 PM 4:38
OFFICE OF THE SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RESOLUTION BY BOARD OF DIRECTORS

Donald Ramsey, Secretary of Innovative Consulting, Inc., a corporation duly organized under the laws of the State of Delaware, does hereby certify that the following is a true and correct copy of a resolution of the Board of Directors of said corporation, adopted at a special meeting held on the 19th day of July, 1999.

"RESOLVED, that, inasmuch as this corporation desires to transact business in the State of Florida, and inasmuch as the Board of Directors has been advised that the name of this corporation is not available for corporate use in the State of Florida, this corporation adopt the alternate name Turtle Clan Consulting, Inc. for use in transacting business in the State of Florida pursuant to Section 607.1506, Florida Business Corporation Act, and

"FURTHER RESOLVED, that the officers of the corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed, and filed so that this corporation may obtain a Certificate of Authority pursuant to the Florida Business Corporation Act, and to cause this corporation to use the said alternate name in the transaction of business in the State of Florida."

Donald Ray Ramsey
Donald Ramsey, Secretary

FILED
99 JUL 23 AM 9:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. INNOVATIVE CONSULTING, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DELAWARE 3. APPLIED FOR
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 28, 1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON FILING
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 605 BAYWOOD DRIVE
LYNN HAVEN, FL 32444
(Current mailing address)
8. CONSULTING AND SOFTWARE DEVELOPMENT
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
- Name: Corporation Service Company
- Office Address: 1201 Hays Street
- Tallahassee, Florida, 32301
(Zip code)

FILED
99 JUL 23 AM 9:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: [Signature]

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: ~~See attached officers/directors rider~~ ^{DRR} DONALD RAY RAMSEY

Address: 605 BAYWOOD DRIVE

LYNN HAVEN, FL 32444

Vice Chairman: DONALD RAY RAMSEY

Address: 605 BAYWOOD DRIVE, LYNN HAVEN, FL 32444

Director: DONALD RAY RAMSEY

Address: 605 BAYWOOD DRIVE, LYNN HAVEN, FL 32444

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: ~~See attached officers/directors rider~~ ^{DRR} DONALD RAY RAMSEY

Address: 605 BAYWOOD DRIVE

LYNN HAVEN, FL 32444

Vice President: DONALD RAY RAMSEY

Address: 605 BAYWOOD DRIVE, LYNN HAVEN, FL 32444

Secretary: DONALD RAY RAMSEY

Address: 605 BAYWOOD DRIVE, LYNN HAVEN, FL 32444

Treasurer: DONALD RAY RAMSEY

Address: 605 BAYWOOD DRIVE, LYNN HAVEN, FL 32444

FILED
99 JUL 23 AM 9:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Donald Ray Ramsey
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. DONALD R. RAMSEY President
(Typed or printed name and capacity of person signing application)

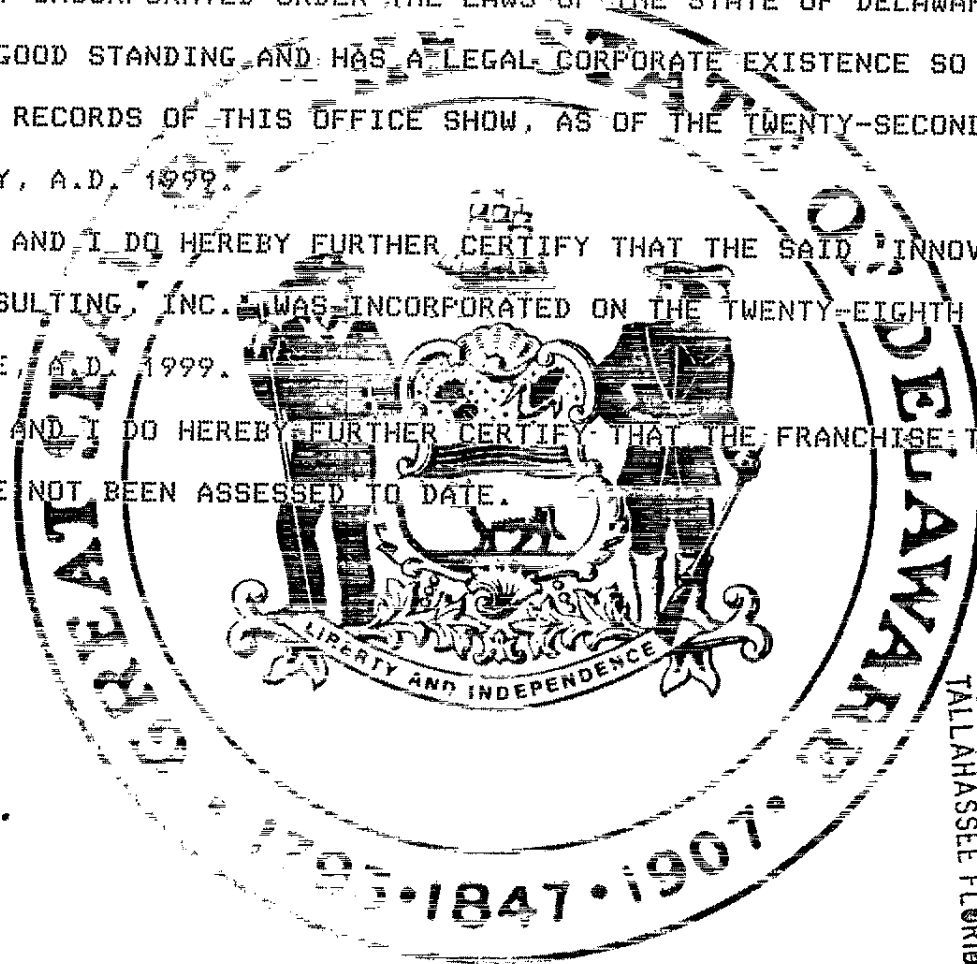
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INNOVATIVE CONSULTING, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF JULY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "INNOVATIVE CONSULTING, INC." WAS INCORPORATED ON THE TWENTY-EIGHTH DAY OF JUNE, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



FILED

99 JUL 23 AM 9:39

SECRETARY OF STATE
TALLAHASSEE FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

3062033 8300

DATE:

9880033

991301712

07-22-99