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TRANSMITTAL LETTER

2779 Ringwood Meadow  
Sarasota, FL 34235-7133  
March 3, 2000

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-03/06/00--01138--002  
\*\*\*\*128.75 \*\*\*\*128.75

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

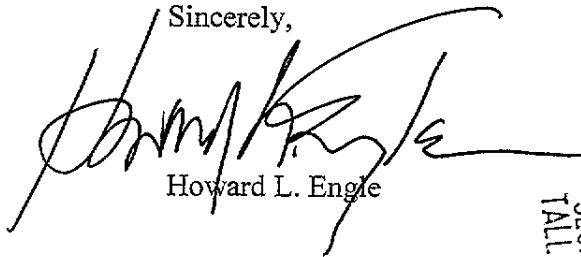
SUBJECT: Domestication and Incorporation of The Engle Consulting Group, Inc.

Dear Department of Corporations Personal:

Enclosed are a Certificate of Domestication and an original and one copy of the Articles of Incorporation for Subject Corporation. A check in the amount of \$128.75, noted on the Certificate of Domestication, is also enclosed.

Please call me at (941) 378-2334 if you have any questions. Thank you for your assistance in this matter.

Sincerely,



Howard L. Engle

Enclosures

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00 MAR -6 AM 8:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3-13  
WC

## CERTIFICATE OF DOMESTICATION

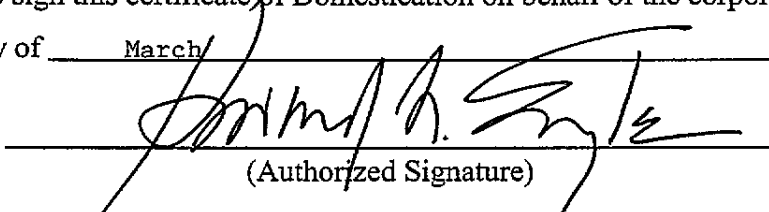
The undersigned, Howard L. Engle, President  
(Name) (Title)

of The Engle Consulting Group, Inc. a foreign Corporation  
(Corporation Name)

in accordance with s. 607.1801, F.S., does hereby certify:

1. The date on which corporation was first formed was April 14, 1992
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was the State of Illinois
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was The Engle Consulting Group, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401, F.S. with this certificate is The Engle Consulting Group, Inc.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was the State of Illinois
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801, F.S.

I am the President, of The Engle Consulting Group, Inc.  
and am authorized to sign this certificate of Domestication on behalf of the corporation and have done  
so this the 3<sup>rd</sup> day of March, 2000

  
(Authorized Signature)

### Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

**ARTICLES OF INCORPORATION  
OF  
THE ENGLE CONSULTING GROUP, INC.**

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

**ARTICLE I: NAME**

The name of the Corporation is:

The Engle Consulting Group, Inc.

**ARTICLE II: PRINCIPAL OFFICE**

The principal place of business/mailling address of the Corporation is:

2779 Ringwood Meadow  
Sarasota, FL 34235-7133

**ARTICLE III: PURPOSE**

The purpose for which the corporation is organized is:

To engage in financial management services and all business activities provided for in Section 607.0301, F.S.

**ARTICLE IV: SHARES**

The number of shares of stock is: 100,000.

**ARTICLE V: INITIAL OFFICERS/DIRECTORS**

The names and addresses of the initial officers/directors are:

Howard L. Engle	President/Treasurer/Director 2779 Ringwood Meadow Sarasota, FL 34235-7133
Charlotte S. Engle	Vice President/Secretary/Director 2779 Ringwood Meadow Sarasota, FL 34235-7133

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SECRETARY OF STATE

**ARTICLE VI: REGISTERED AGENT**

The name and Florida street address of the initial registered of the Corporation are:

Marvene A. Gordon  
Suite 208, Building C  
2831 Ringling Boulevard  
Sarasota, FL 34237

**ARTICLE VII: INCORPORATOR**

The name and address of the incorporator for the Corporation are:

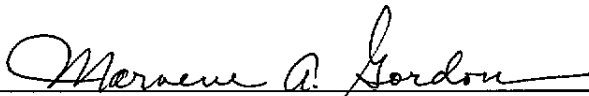
Howard L. Engle  
2779 Ringwood Meadow  
Sarasota, FL 34235-7133

**ARTICLE VIII: EFFECTIVE DATE**

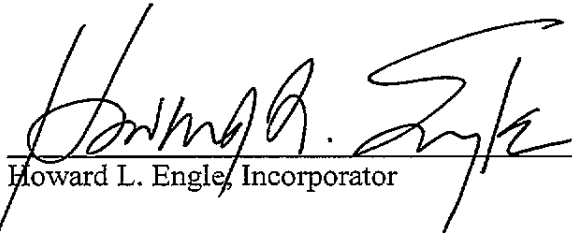
The existence of the Corporation shall be as reflected on the Certificate of Domestication filed contemporaneously with these Articles of Incorporation, and shall be perpetual.

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*Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
\_\_\_\_\_  
Marvene A. Gordon, Registered Agent

3 March 2000  
Date

  
\_\_\_\_\_  
Howard L. Engle, Incorporator

3 March 2000  
Date

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TALLAHASSEE, FLORIDA