



THE UNITED STATES
CORPORATION
COMPANY

P00000053274

ACCOUNT NO. : 072100000032

REFERENCE : 717173 4612404

AUTHORIZATION :

COST LIMIT : \$78.75 *Patricia Pijet*

ORDER DATE : June 1, 2000

ORDER TIME : 3:18 PM

ORDER NO. : 717173-005

CUSTOMER NO: 4612404

100003274311--3

CUSTOMER: Barbara Foray, Legal Asst
MACFARLANE FERGUSON & MCMULLEN
MACFARLANE FERGUSON & MCMULLEN
Suite 200
625 Court Street
Clearwater, FL 33756

DOMESTIC FILING

NAME: RAPTOR MANAGEMENT
CONSULTANTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

FILED
00 JUN -1 PM 4:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 JUN -1 PM 4:44
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

6-2-00

ARTICLES OF INCORPORATION
OF
RAPTOR MANAGEMENT CONSULTANTS, INC.

FILED
00 JUN -1 PM 4:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name and Address

The name of this corporation is RAPTOR MANAGEMENT CONSULTANTS, INC., whose place of business is located at 5203 Friar Tuck Court, Tampa FL 33647.

ARTICLE II

Duration

The term of existence of this corporation shall be perpetual.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

This corporation is authorized to issue One Thousand (1,000) shares at one dollar (\$1.00) par value common stock, which shall be designated "common shares". The consideration to be paid for each share shall be fixed by the Board of Directors. Common stock of the corporation may be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1986.

All voting powers of this corporation shall be vested in the common stock above designated.

ARTICLE V
Preemptive Rights

Any shareholder, upon the sale by the corporation for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 625 Court Street, Second Floor, Clearwater, Florida 33756 and the name of the initial registered agent of this corporation at that address is Emil C. Marquardt, Jr..

ARTICLE VII
Initial Board of Directors and Officers

This corporation shall initially have one director who will serve as a member of the Board of Directors. The number of directors and/or officers may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director and officer of this corporation is:

<u>Name</u>	<u>Address</u>	<u>Office</u>
ANTHONY STEFFER	5203 Friar Tuck Court Tampa, FL 33647	President

ARTICLE VIII
Incorporators

The name and address of the persons signing these Articles is:

<u>Name</u>	<u>Address</u>
EMIL C. MARQUARDT, JR.	625 Court Street - Second Floor Clearwater, FL 33756

ARTICLE IX
Bylaws

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X
Shareholder Quorum and Voting

Shareholder Quorum and Voting provisions shall be set forth in the corporation's By-Laws.

ARTICLE XI
Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, and, in addition to and not in limitation thereof, this corporation shall have the power to guarantee the performances of obligations of other persons, partnerships, corporations, or other entities.

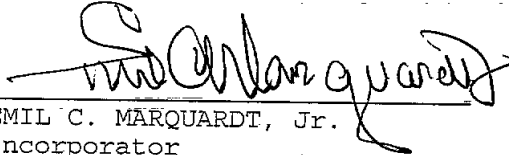
ARTICLE XII
Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIII
Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by the vote of seventy-five (75%) percent of the shareholders, and any right conferred upon the shareholders is subject to this reservation.

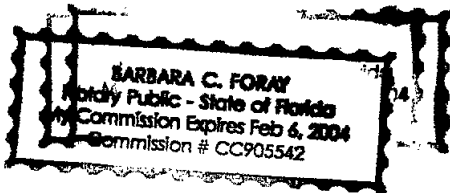
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 30th day of May, 2000.



EMIL C. MARQUARDT, Jr.
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, EMIL C. MARQUARDT, JR. to me personally known or who has produced N/A as identification, and known to me to be the individual described in and who executed the foregoing instrument and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Clearwater, said County and State, this 30 day of May, 2000.




Notary Public
Print Name BARBARA C. FORAY
My Commission Expires: 2/6/2004

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

ACKNOWLEDGMENT:

Having been named to accept service for process for RAPTOR MANAGEMENT CONSULTANTS, INC. at the place designated in this Certificate, I hereby accept and agree to act in said capacity and agree to comply with the provisions of the Florida Corporation Act relative to keeping open said office.


EMIL C. MARQUARDT, JR.

FILED
00 JUN -1 PM 4:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA