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From:

Account Name : WILLIAMS SCHIFINO ANGIONE & STEADY, P.A.
Account Number : I20000000216
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FLORIDA PROFIT CORPORATION OR P.A.

VENTURE CONSULTING GROUP, INC.

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ARTICLES OF INCORPORATION
OF
VENTURE CONSULTING GROUP, INC.

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The undersigned subscriber hereby files these Articles of Incorporation with the Secretary of State of the State of Florida, for the purpose of forming a corporation for profit in accordance with the Florida Business Corporation Act, Chapter 607 of the Florida Statutes.

ARTICLE ONE
NAME AND MAILING ADDRESS OF CORPORATION

The name of this corporation is Venture Consulting Group, Inc. (the "Corporation"). The mailing address of the Corporation is 11103 Winthrop Way, Tampa, FL 33612.

ARTICLE TWO
CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE THREE
CORPORATE EXISTENCE AND DURATION

The period of duration of the Corporation shall be perpetual commencing on the date of execution and acknowledgement of these Articles.

ARTICLE FOUR
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 201 N. Franklin Street, Suite 2600, Tampa, Florida 33602, and the initial registered agent is William J. Schifino, Jr. The Board of Directors may, from time to time, move the location of the registered office to any other address in Florida, and may, from time to time, change the registered agent of the Corporation.

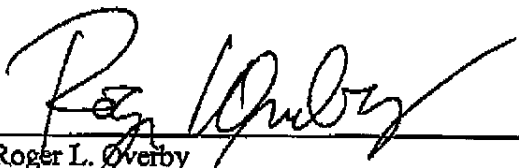
ARTICLE FIVE
NAME AND ADDRESS OF INCORPORATOR

The name and street address of the incorporator is Roger L. Overby at 11103 Winthrop Way, Tampa, Florida 33612.

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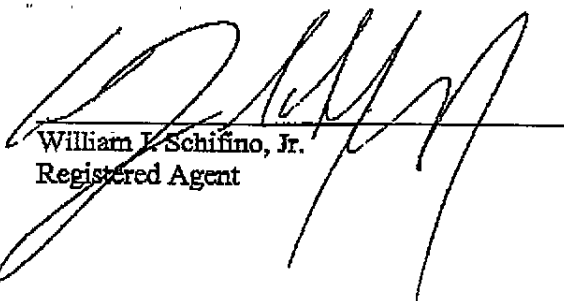
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30th day of November, 2000.



Roger L. Overby
Incorporator

ACCEPTANCE BY REGISTERED AGENT

William J. Schifano, Jr., having been designated to act as the registered agent of Venture Consulting Group, Inc., hereby agrees to act in that capacity.



William J. Schifano, Jr.
Registered Agent

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