TRANSMITTAL LETTER

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

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee

& Certificate of Status

\$78.75

Filing Fee

& Certified Copy

iling Fee,

Certified Copy & Certificate of

Status

ADDITIONAL COPY REQUIRED

4025W 12th S+

(954) 768-9921 Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

Articles of Incorporation

1. The name of the corporation is: 2^{nd} Millenium Consulting, Inc.

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2. The principal place of business and mailing address of the corporation is:

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402 SW 12th Street Fort Lauderdale, FL 33315

- 3. The purpose of this corporation will be to involve itself with any legal, for profit cause. The focus shall be on technology and the delivery of support and training of technology.
- 4. The corporation shall have the authority to issue 1,000,000 shares of common stock, in one class only, each with a par value of \$0.001.
- 5. The registered agent of the corporation is Jacob C. Benjamin and the registered address is 402 SW 12th Street, Fort Lauderdale FL, 33315.
- 6. The initial Board of Directors shall have one member whose name and address is as follows:

S. Kerry Hathorn 402 SW 12th Street Fort Lauderdale, FL 33315

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

7. The incorporator of this corporation is S. Kerry Hathorn whose address is 402 SW 12th Street, Fort Lauderdale, FL 33315.

Dated: Febuary 28, 2001

Incorporatór

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 am familiar with and accept the obligations of my position as registered agent.

Dated: Febuary 28, 2001

Incorporator

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