

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

□ \$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	S87.50 Filing Fee, Certified Copy & Certificate of Status	
FROM	Name (F	rinted or typed)	500004043 -04/23/01 *****78.75	3265- 01051 ******
		State & Zip	ALLAHASSE	2001 APR 23

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

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ARTICLES OF INCORPORATION OF Nautilus Consulting Group, Inc.

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SEUNL MRY OF STATE TALLAHASSEE FLORIDA

We, the undersigned natural persons acting as incorporators of a corporation in compliance with Chapter 607 and/or Chapter 621, F.S. (Profit), adopt the following Articles of Incorporation for such corporation:

Article I

The name of the corporation is:

Nautilus Consulting Group, Inc.

Article II
Principal Office

The principal place of business is: 652 Airmont Avenue
Altamonte Springs, FL 32714

Article III

The purposes for which the corporation is organized are as follows:

- To conduct the business of consulting and training, which business shall include dealing in internet-enabled business development, technical computer consulting services, technical training and such other business as is usual, proper, and necessary in such enterprise.
- 2. To deal in real property. To acquire (by purchase, exchange, lease, hire or otherwise), hold, own, improve, manage, operate, lease as lessee, let as lessor, sell, convey, or mortgage, either alone or in conjunction with others, real estate of every kind, character and description whatsoever and wherever situated, and any interest therein, and to purchase and sell promissory notes, deeds of trust and mortgages of any kind wherever situated.
- 3. To deal in personal property. To acquire (by purchase, exchange, lease, hire or otherwise), hold, mortgage, pledge, hypothecate, exchange, sell, deal in and dispose of, alone or in syndicates or otherwise in conjunction with others, personal property of every kind, character, and description whatsoever and wheresoever situated, and any interest therein.
- 4. To deal in intellectual property. To acquire (by purchase, exchange, lease, hire or otherwise), hold, mortgage, pledge, hypothecate, exchange, sell, deal in and dispose of, alone or in syndicates or otherwise in conjunction with others, intellectual property of every kind, character, and description whatsoever and wheresoever situated, and any interest therein.
- 5. To make contracts. To enter into, make, perform and carry out, or cancel and rescind, contracts for any lawful purpose pertaining to its business.
- 6. To raise funds. To borrow or raise money for any of the purposes of the corporation and, from time to time, without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and to secure the payment thereof, and the interest hereon, by mortgage on, or pledge, conveyance, or assignment in trust of, the whole, or any part, of the assets of the corporation, real, personal, or mixed, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, or otherwise dispose of such securities or other obligations of the corporation for its corporate purposes.
- 7. General Clause. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects or the furtherance of any of the powers herein set forth, and to do every other act and thing incidental thereto or connected therewith, which is not forbidden by the laws of Florida, or by the provisions of these Articles of Incorporation.

Article IV Shares

The amount of total authorized capital stock of the corporation is divided into 10,000 shares with \$0.01 par value.

Article V Initial Officers/Directors

The number of directors constituting the initial board of directors of the corporation is one (1) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are as follows:

Name

Address

Sean P Kenny

652 Airmont Avenue

Altamonte Springs, FL 32714

Article VI Registered Agent

The name and Florida street address of the initial registered agent of the corporation is:

Sean P Kenny 652 Airmont Avenue Altamonte Springs, FL 32714

Article VII Incorporator

The name and address, including street and number of the incorporator is:

Sean P Kenny 652 Airmont Avenue Altamonte Springs, FL 32714

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature / Registered Agent

Date

Signature / Incorporator

Date