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LAW OFFICE OF
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Board Certified in Taxation
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August 17, 2001

SENT VIA FEDERAL EXPRESS

Office of the Secretary of State
State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RECEIVED DATE
9-17-01

FILED
01 AUG 20 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Keystone Resource Consulting, Inc.

600004543026--5
-08/20/01--01123--010
*****78.75 *****78.75

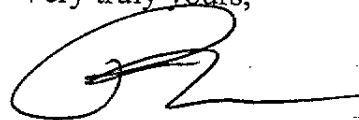
Dear Sir or Madam:

Enclosed for filing is an original and one copy of the executed Articles of Incorporation for the above-named corporation. Please note that the effective date is the date of acknowledgment, to wit: September 17, 2001.

A check in the amount of \$78.75 is also enclosed to cover the \$35 filing fee, the \$35 fee for designation of registered agent, and the \$8.75 that is required for a certified copy of the Articles of Incorporation. Please certify the enclosed copy and return it to me at the above address.

Thank you for your assistance in this matter.

Very truly yours,



Philip A. Tharp

PAT:dmm

Enclosures 3

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ARTICLES OF INCORPORATION
OF
KEYSTONE RESOURCE CONSULTING, INC.

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation is KEYSTONE RESOURCE CONSULTING, INC.

ARTICLE II

PRINCIPAL OFFICE

The address of the principal office and the mailing address of this Corporation is 7668 Apple Tree Circle, Orlando, Florida 32819.

ARTICLE III

DURATION

This Corporation shall have perpetual existence commencing on the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE IV

PURPOSE

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

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ARTICLE V
CAPITAL STOCK

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

ARTICLE VI
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation is 7668 Apple Tree Circle, Orlando, Florida 32819, and the name of the initial registered agent of this Corporation at such address is JAMES H. BROWN.

ARTICLE VII
INITIAL DIRECTOR

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time in the manner provided in the bylaws, but shall never be less than one. The name and address of the initial director of the Corporation is as follows:

JAMES H. BROWN
7668 Apple Tree Circle
Orlando, Florida 32819

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

JAMES H. BROWN
7668 Apple Tree Circle
Orlando, Florida 32819


ARTICLE IX
PREEMPTIVE RIGHTS

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase his or her pro rata share of any unissued or treasury shares of the Corporation of the same kind, class or series as that which he or she already holds, and any securities of the Corporation convertible into or carrying a right to acquire shares of any such unissued or treasury shares at the price at which it is offered to others.

ARTICLE X
INDEMNIFICATION

The Corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally for services performed for the Corporation, to the fullest extent permitted under Florida Law existing now or hereinafter enacted.

IN WITNESS WHEREOF, I have subscribed my name this 17th day of August, 2001.




JAMES H. BROWN, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing Articles of Incorporation of Keystone Resource Consulting, Inc., acknowledged before me by JAMES H. BROWN, Incorporator, who is personally known to me or who produced a current Florida driver's license as identification this 17th day of August, 2001.


PHILIP A. THARP
Notary Public, State of Florida
My comm. exp. Aug. 2, 2005
Comm. No. DD 037237



Notary Public

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in these Articles of Incorporation, 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.



JAMES H. BROWN
Registered Agent

Date: August 17, 2001

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA