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JOHN A. PANYKO, P.A.
BOARD CERTIFIED TAX ATTORNEY

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August 27, 2001

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*****78.75 *****78.75

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

RE: Scarborough Consulting, Inc.
Our File No. S22-01428

Gentlemen:

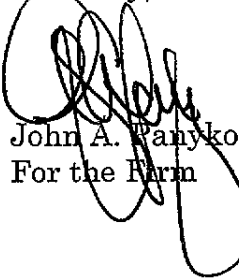
Enclosed please find an executed original and one copy of Articles of Incorporation to be filed on behalf of Scarborough Consulting, Inc.

Also enclosed please find check number 3667 in the amount of \$78.75 in payment of the required filing fee including registered agent designation and certified copy.

Please file the Articles of Incorporation and return to the undersigned a certified copy of same.

Thank you for your assistance in this matter.

Sincerely,


John A. Panyko
For the Firm

JAP/cmww

Enclosures (3)

BROWN AUG 30 2001

ARTICLES OF INCORPORATION
OF
SCARBOROUGH CONSULTING, INC.

FILED
01 AUG 29 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of this corporation is SCARBOROUGH CONSULTING, INC., and its principal office is located at 103 South Alcaniz, Street, Pensacola, Florida 32501, its mailing address is the same.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing upon the date of filing of these Articles of Incorporation.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$.10 par value common stock, all of one class and series.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

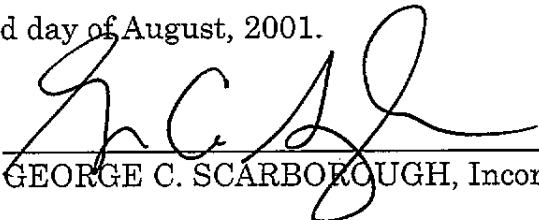
The street address of this corporation's initial registered office is 103 South Alcaniz Street, Pensacola, Florida 32501, and the name of this corporation's initial registered agent is GEORGE C. SCARBOROUGH.

ARTICLE VI

INCORPORATORS

The name and address of the incorporator is GEORGE C. SCARBOROUGH, 103 South Alcaniz Street, Pensacola, Florida 32501.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23rd day of August, 2001.

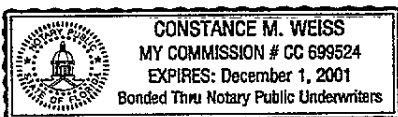


GEORGE C. SCARBOROUGH, Incorporator

STATE OF FLORIDA)

COUNTY OF ESCAMBIA)

The foregoing instrument was acknowledged before me this 23rd day of August, 2001, by GEORGE C. SCARBOROUGH, who personally appeared before me and who is personally known to me or who has produced _____ as identification.





NOTARY PUBLIC, State of Florida

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

FILED
01 AUG 29 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, GEORGE C. SCARBOROUGH, am familiar with and hereby accept the appointment as Registered Agent for SCARBOROUGH CONSULTING, INC., as set forth in the Articles of Incorporation filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 23rd day of August, 2001.



GEORGE C. SCARBOROUGH