

PO1000110430

NALLS CONSULTING, INC.
100 West Kennedy Blvd, Suite 720
Tampa, FL 33602

EFFECTIVE DATE

11-13-01

FILED

01 NOV 15 AM 11:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 14, 2001

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

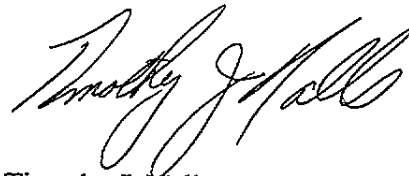
Re: Nalls Consulting, Inc.

500004683785--7
-11/15/01--01044--023
*****87.50 *****87.50

Dear Division of Corporations representative:

Enclosed please find one (1) original and one (1) copy of the articles of incorporation for the above-referenced corporation, and a check in the amount of Eighty Seven and 50/100 Dollars (\$87.50) for the filing fee, a certified copy, and a certificate of status. Thank you for your prompt assistance with this matter.

Sincerely,



Timothy J. Nalls
President

encl
VIA FEDEX

D. BROWN NOV 19 2001

ARTICLES OF INCORPORATION

The undersigned incorporator to these Articles of Incorporation, hereby forms a Corporation for profit pursuant to the Corporations Act and other laws of the State of Florida.

ARTICLE I NAME

EXPIRATION DATE

11-13-01

The name of the corporation shall be **Nalls Consulting, Inc.** (the "Corporation").

ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be:

100 W. Kennedy Blvd, Suite 720
Tampa, FL 33602

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to issue and have outstanding at any one time shall be One Thousand (1,000) shares of common stock, par value One Dollar (\$1.00) per share.

ARTICLE IV INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The name and Florida street address of the initial registered agent of the Corporation shall be:

Timothy J. Nalls
100 W. Kennedy Blvd, Suite 720
Tampa, FL 33602

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**ARTICLE V
INITIAL BOARD OF DIRECTORS**

The Corporation shall have Two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws, but shall never be less than one. The name and address of the initial directors of the Corporation are:

Timothy J. Nalls
100 W. Kennedy Blvd, Suite 720
Tampa, FL 33602

Joan M. Nalls
100 W. Kennedy Blvd, Suite 720
Tampa, FL 33602

**ARTICLE VI
CORPORATION'S EFFECTIVE DATE**

The Corporation's existence shall become effective as of November 12, 2001

**ARTICLE VII
INCORPORATOR**

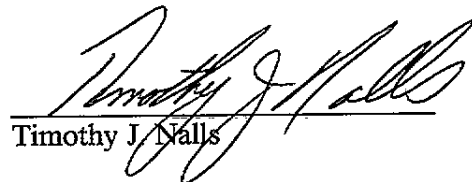
The name and address of the incorporator to these Articles of Incorporation is:

Timothy J. Nalls
100 W. Kennedy Blvd, Suite 720
Tampa, FL 33602

**ARTICLE VIII
CORPORATE PURPOSE**

The Corporation shall be formed for the purpose of consulting, and all incidents thereto allowable under the Corporations Act.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 14th day of November, 2001.

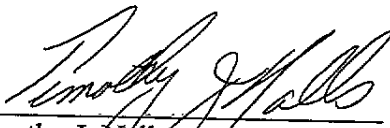

Timothy J. Nalls

**CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

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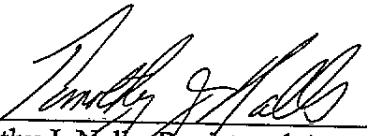
WITNESSETH: That **Nalls Consulting, Inc.**, desiring to organize under the laws of the State of Florida, which will have its principal offices in Florida, has named Timothy J. Nalls, located at 100 W. Kennedy Blvd, Suite 720; Tampa, FL 33602, as its agent to accept service of process within this state.

Dated this 14th day of November, 2001.


Timothy J. Nalls

ACKNOWLEDGEMENT: Having been named registered agent and to accept service of process for the above-named 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 accept the obligations of my position as registered agent

Dated this 14th day of November, 2001.


Timothy J. Nalls, Registered Agent