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BROOKER & ROONEY, P.A.
Attorneys at Law
2145 14th Avenue, Suite 20
Vero Beach, Florida 32960
561-778-5400

January 4, 2001

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

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-01/07/02--01054--014
*****70.00   *****70.00

SUBJECT: ROADRUNNER CONSULTING, INCORPORATED

Enclosed is an original and one copy of the Articles of Incorporation and a check for:

Filing fee and certificate $ 70.00

Sincerely,

ELIZABETH STEWART BROOKER

Enc: Articles of Incorporation
        Copy of Articles of Incorporation
        Check in the amount of $ 70.00

ARTICLES OF INCORPORATION
OF
ROADRUNNER CONSULTING, INCORPORATED

ARTICLE ONE - NAME

The name of this corporation is ROADRUNNER CONSULTING, INCORPORATED.

ARTICLE TWO - DURATION

This corporation shall have perpetual existence commencing on January 1, 2002.

ARTICLE THREE - PURPOSE

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

ARTICLE FOUR - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar ($1.00) par value common stock that shall be designated as "Common Shares."

ARTICLE FIVE - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2145 14th Avenue, Suite 20, Vero Beach, Florida 32960, and the name of the initial registered agent of this corporation at that address is ELIZABETH S. BROOKER.

ARTICLE SIX - INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is:

ELIZABETH S. BROOKER, 2145 14th Avenue, Suite 20, Vero Beach, Florida 32960

ARTICLE SEVEN - INCORPORATOR

The name and address of the Incorporator signing these articles is: ELIZABETH S. BROOKER, 2145 14th Avenue, Suite 20, Vero Beach, Florida 32960.

ARTICLE EIGHT - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE NINE - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 4th day of January , 2001.

_____
ELIZABETH S. BROOKER

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared ELIZABETH S. BROOKER, personally known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 4th day of January, 2001.

_____
NOTARY PUBLIC
State of Florida at Large

My commission expires:

Michele S Harris
My Commission CC720703
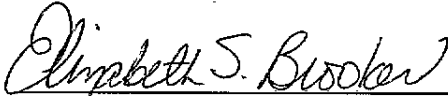Expires March 1, 2002

CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:
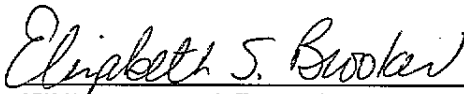
FIRST that ROADRUNNER CONSULTING, INCORPORATED desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2145 14th Avenue, Suite 20, Vero Beach, Florida 32960 has named ELIZABETH S. BROOKER located at 2145 14th Avenue, Suite 20, Vero Beach, Florida 32960 as its agent to accept service of process within Florida.

Dated: 1/4/02

Elizabeth S. Brooker

ELIZABETH S. BROOKER,
Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Elizabeth S. Brooker

ELIZABETH S. BROOKER,
Resident Agent