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FLORIDA PROFIT CORPORATION OR P.A.

Diversified Consulting Group, Inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
DIVERSIFIED CONSULTING GROUP, INC.

The undersigned, desiring to form a corporation for profit under the laws of the State of Florida, adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the Corporation is Diversified Consulting Group, Inc.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The location of the principal office of the Corporation has not yet been determined. The mailing address of the corporation is 213 South Roscoe Boulevard, Ponte Vedra Beach, Florida 32082.

ARTICLE III
CAPITAL STOCK

(a) Authorized Shares. The total number of shares of stock that the Corporation may issue is 100,000 shares having a par value of \$0.10 per share. Each of the shares shall entitle the holder thereof to one (1) vote at any meeting of the Shareholders. All or any part of the stock may be paid for in cash or in property at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock, when issued, shall be fully paid and nonassessable.

(b) Capital Stock. The capital of the Corporation shall be at least equal to the sum of the aggregate par value of all issued shares having par value plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.

(c) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the Corporation.

(d) Preemptive Rights. Shareholders shall have no preemptive rights.

(e) Cumulative Voting. Cumulative voting shall not be permitted.

(f) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision

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or by a shareholders' agreement recorded in the Corporation's minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of the Corporation as they may see fit.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 213 South Roscoe Boulevard, Ponte Vedra Beach, Florida 32082; the name of the initial registered agent of the Corporation at that address is Michelle S. Rankin.

**ARTICLE V
INCORPORATOR**

The name and street address of the incorporator of the Corporation are:

Michelle S. Rankin
213 South Roscoe Boulevard
Ponte Vedra Beach, Florida 32082

**ARTICLE VI
DIRECTORS**

(a) Number. The Corporation shall have four (4) directors initially. The number of directors may be changed from time to time pursuant to the bylaws adopted by the shareholders.

(b) Initial Board of Directors. The names and addresses of the initial directors of the Corporation are:

Michelle S. Rankin	213 South Roscoe Boulevard Ponte Vedra Beach, Florida 32082
George S. Rankin	213 South Roscoe Boulevard Ponte Vedra Beach, Florida 32082
Rickie Lee Phillips	1128 O Day Winter Springs, Florida 32708
Debra Phillips	1128 O Day Winter Springs, Florida 32708

(c) Indemnification. The Board of Directors is specifically authorized to provide for indemnification of directors, officers, employees and agents to the fullest extent permitted by law.

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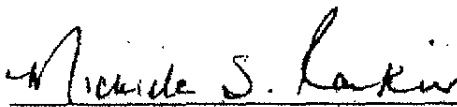
**ARTICLE VII
BYLAWS**

The initial Bylaws of the Corporation shall be adopted by the Board of Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholder or the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholder if the shareholder specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**ARTICLE VIII
DURATION**

The Corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) business days thereafter, corporate existence shall commence upon filing by the Department of State.

IN WITNESS WHEREOF, these Articles of Incorporation are signed and acknowledged this 3rd day of January, 2005.


Michelle S. Rankin

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statutes, the Corporation submits the following statement in designating the registered office/registered agent of the Corporation in the State of Florida:

1. The name of the Corporation is: Diversified Consulting Group, Inc.
2. The name and address of the registered agent and office are: Michelle S. Rankin, 213 South Roscoe Boulevard, Ponte Vedra Beach, Florida 32082.

ACKNOWLEDGMENT:

Having been named as 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 I am familiar with and accept the obligations of my position as registered agent, as provided for in the Florida Business Corporation Act.

DATED: This 3rd day of January, 2005.


Michelle S. Rankin, Registered Agent

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