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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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08 SEP 23 AM 11:35

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

B. KOHR

SEP 24 2008

EXAMINER

Incorporating Services, Ltd. - Melissa A. Murry

Requester's Name

1540 Glenway Drive

Address

Tallahassee, FL 32301 656-7956

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. CI CONSULTING COMPANY

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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Pick up time

9/24/2008



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Photocopy



Certificate of Status

NEW FILINGS



Profit



Not for Profit



Limited Liability



Domestication



Other CONVERSION

AMENDMENTS



Amendment



Resignation of R.A., Officer/Director



Change of Registered Agent



Dissolution/Withdrawal



Merger

OTHER FILINGS



Annual Report



Fictitious Name

REGISTRATION/QUALIFICATION



Foreign



Limited Partnership



Reinstatement



Trademark



Other

Examiner's Initials

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08 SEP 23 AM 11:35
TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION
OF
OTHER BUSINESS ENTITY
INTO
A FLORIDA CORPORATION**

FILED
08 SEP 23 AM 11:35
CLERK OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion, and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida Profit Corporation in accordance with section 607.1115, Florida Statutes.

F9400002676

1. The name of the Other Business Entity immediately prior to filing this Certificate of Conversion is, **CI CONSULTING COMPANY**.
2. CI Consulting Company is a for-profit corporation, first organized, formed and incorporated in the Commonwealth of Virginia, on September 14, 1990.
3. The jurisdiction of CI Consulting Company is being changed and is now to be the State of Florida.
4. The name of the Florida Profit Corporation, as set forth in the attached Articles of Incorporation is, **CI CONSULTING COMPANY**.
5. The effective date of this Certificate is the Filing Date.

CI CONSULTING COMPANY

By



Charles E. Payne, Secretary

ARTICLES OF INCORPORATION
OF
C. I. CONSULTING COMPANY

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08 SEP 23 AM 11:35
CLERK OF STATE
TALLAHASSEE, FLORIDA

This is to certify that the undersigned desires to and hereby establishes a corporation under the provisions of Title XXXVI, Chapter 607, Section 0202 of the Florida Statutes, as amended, and to that end, by these Articles of Incorporation, sets forth the following:

ARTICLE I

The name of the corporation and its initial principal office and mailing address are:

C. I. CONSULTING COMPANY
8799-B Tamiami Trail North
Naples, Florida 34108

ARTICLE II

The classes and number of shares of each class which the corporation is authorized to issue is as follows:

<u>Class</u>	<u>Maximum Authority</u>
Class A Common	25,000 shares
Class B Common	25,000 shares

The preferences, limitations and relative rights of the classes of stock shall be as follows:

1. Dividends. Dividends shall be payable on both Class A Common and Class B Common Stock, when and as declared out of the unreserved earned or capital surplus. No class of stock of the corporation shall have any preferred or cumulative dividend rights.

2. Voting Rights.

(a) Each holder of Class A Common Stock shall be entitled to one vote for each share of stock standing in his name on the books of the corporation on all matters on which stockholders are entitled to vote. At each election of Directors, each holder of Class A Common Stock shall have as many votes as the number of shares of Class A Common Stock owned by him, multiplied by the number of Directors to be elected at such election, but such votes shall not be cumulative.

(b) The holders of Class B Common Stock shall have no voting rights in respect of that class of stock, except as required by law.

3. Pre-emptive Rights. No holder of any shares of any class of stock of the Corporation shall, by virtue of holding any such share, have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

4. Other. No class of stock shall carry any other rights or limitations not expressly provided for herein or required by law, and in all respects not specifically provided for herein both Class A Common and Class B Common Stock shall be equal and identical.

ARTICLE III

The street address of the initial Registered Office and the name of its initial registered agent at that office are:


Incorporating Services, Ltd.
1540 Glenway Drive
Tallahassee, Florida 32301

ARTICLE IV

The name and address of the corporation's sole
incorporator is:

Charles E. Payne, Secretary
C. I. CONSULTING COMPANY
218 61st Street
Virginia Beach, VA 23451

Given under my hand this 18th day of June, 2008.


Charles E. Payne

Serving your success.

**CONSENT TO APPOINTMENT OF REGISTERED AGENT
FOR
CI CONSULTING COMPANY**

Having been named as registered agent for the above referenced Corporation, at the address designated on the Articles of Incorporation, I hereby accept appointment as registered agent and further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

Dated: September 23rd, 2008


Incorporating Services, Ltd.

By: Melissa A. Murry, Assistant Secretary



**INCORPORATING
SERVICES, LTD.**

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