

P95000016348

UNIFIED RESOURCE MANAGEMENT, INC.
1355 West Palmetto Park Road
Suite 260
Boca Raton, FL 33486

February 25, 1995

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

Re: Unified Resource Management, Inc.

700001416187
-02/27/95--01067--009
****122.50 ****122.50

Gentlemen:

Enclosed please find the original and one copy of the
Articles of Incorporation, together with my check in the
amount of \$122.50

This represents the cost of the Filing Fees, Certified Copy
of the Articles of Incorporation and Fee for Registered Agent
Designation for the above named corporation.

Very truly yours,



Richard J. Arthur

(305) 970-9500

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

of

Unified Resource Management, Inc.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Unified Resource Management, Inc.

ARTICLE II - DURATION

The corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ten thousand shares (10,000) of One Dollar (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Richard J. Arthur		
ADDRESS	1355 West Palmetto Park Road, Suite 260		
CITY	Boca Raton	FLORIDA	ZIP 33486

The principal office, if known, or the mailing address of the corporation is:

NAME	Unified Resource Management, Inc.		
ADDRESS	1355 West Palmetto Park Road, Suite 260		
CITY	Boca Raton	FLORIDA	ZIP 33486

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Karl Zimmerman		
ADDRESS	1355 West Palmetto Park Road, Suite 260		
CITY	Boca Raton	STATE Florida	ZIP 33486
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

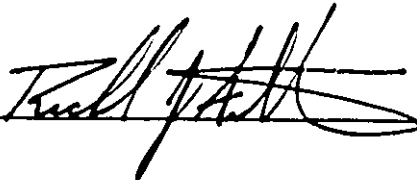
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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Richard J. Arthur		
ADDRESS	1355 West Palmetto Park Road, Suite 260		
CITY	Boca Raton	STATE	Florida
		ZIP	33486
NAME			
ADDRESS			
CITY		STATE	
		ZIP	
NAME			
ADDRESS			
CITY		STATE	
		ZIP	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 25th
day of February, 19 95.



(Seal)
(Seal)
(Seal)

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

Unified Resource Management, Inc.
(name of corporation)

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TALLAHASSEE, FLORIDA

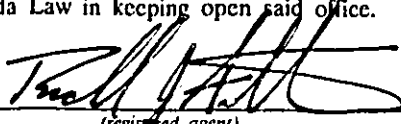
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at **1355 West Palmetto Park Road, Suite 260**
Boca Raton, FL 33486

has named **Richard J. Arthur**
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)