

P95000022561

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
TOLL FREE No. 1-800-342-8062  
FAX (904) 222-1222

NAME \_\_\_\_\_  
FIRM \_\_\_\_\_  
ADDRESS \_\_\_\_\_  
\_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

FILED

1995 MAR 21 AM 11:00

SUBMITTED TO  
TALLAHASSEE, FLORIDA

JB3/21/95

REQUEST TAKEN CONFIRMED APPROVED  
DATE \_\_\_\_\_  
TIME \_\_\_\_\_ CK No. \_\_\_\_\_  
BY AAK \_\_\_\_\_

WALK-IN Will Pick Up 321 11.00

RE: SPHB marketing  
Inc

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> (1) <del>Form</del> Copy(s)		
<input type="checkbox"/> Art. of Amend. File	20.00	14.34
<input type="checkbox"/> Dissolution/Withdrawal	03/21/95 14.02	00.00
<input type="checkbox"/> C U S.	***470.00	***470.00
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( ) _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prop.		
<input type="checkbox"/> FAX ( ) _____ pgs.		
<b>SUBTOTALS</b>		

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

ARTICLES OF INCORPORATION

of

SPHB MARKETING, INC.

FILED  
1995 MAR 21 AM 11:00  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A FLORIDA CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, CHAPTER 607, FLORIDA STATUTES, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION.

ARTICLE I. NAME

THE NAME OF THE CORPORATION IS SPHB MARKETING, INC.

ARTICLE II. DURATION

THE CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE III. PURPOSE

THE CORPORATION IS ORGANIZED FOR THE PURPOSE OF SELLING FINANCIAL RELATED SERVICES AND OTHER RELATED BUSINESS, AND DOING ALL OTHER LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED IN THE STATE OF FLORIDA.

ARTICLE IV. CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE 7,500 SHARES OF \$1.00 PAR VALUE STOCK

ARTICLE V. INITIAL REGISTERED OFFICE & AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 2153 S.R. 434, LONGWOOD, FLORIDA 32779 AND THE NAME OF THE INITIAL REGISTERED AGENT IS SEAN HALL. THE CORPORATION'S PRINCIPAL OFFICE AND ADDRESS IS 2153 S. R. 434, LONGWOOD, FLORIDA 32779. THE PRINCIPAL OFFICE AND MAILING ADDRESS ARE THE SAME.

ARTICLE VI. MANAGEMENT OF CORP BY STOCKHOLDERS

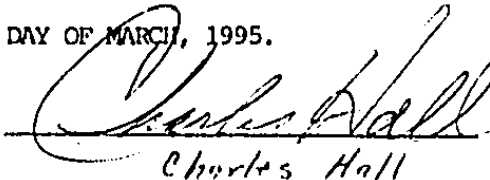
AFTER SUCH TIME AS SHARES OF STOCK IN THE CORPORATION ARE DULY ISSUED, ALL CORPORATE POWER, INCLUDING THE POWER TO ADOPT, ALTER, AMEND OR REPEL BYLAWS, SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THE CORP. SHALL BE MANAGED UNDER THE DIRECTION OF THE STOCKHOLDERS OF THE CORP. ACTING IN LIEU OF A BOARD OF DIRECTORS.

ARTICLE VII. INCORPORATION

THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES OF INCORPORATION IS:

CHARLES HALL  
107 Weeping Elm  
Longwood, FL 32779

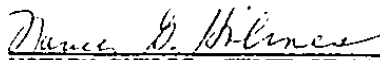
IN WITNESS WHEREOF, THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 16th DAY OF MARCH, 1995.

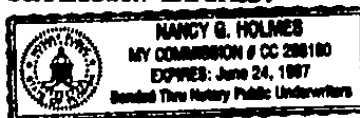
  
Charles Hall

STATE OF FLORIDA  
COUNTY OF SEMINOLE

BEFORE ME, THE UNDERSIGNED AUTHORITY, AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED, Charles Hall, KNOWN TO ME AND KNOWN BY ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL IN THE STATE AND COUTY AFORESAID THIS 16<sup>th</sup> DAY OF March, 1995.

  
NOTARY PUBLIC, STATE OF FLORIDA *NANCY G HOLMES*  
MY COMMISSION EXPIRES:



FILED

1995 MAR 21 AM 11:00

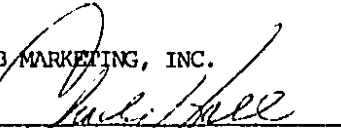
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED: TALLAHASSEE, FLORIDA

IN PURSUANT OF SECTION 48.091 FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST, THAT SPHB MARKETING INC., DESIRING TO ORGANIZE UNDER  
THE LAWS OF THE STATE OF FLORIDA, WITH ITS REGISTERED OFFICE,  
AS INDICATED IN THE ARTICLES OF INCORPORATION AT THE CITY OF  
LONGWOOD, COUNTY OF SEMINOLE, STATE OF FLORIDA, HAS NAMED  
SEAN HALL, LOCATED AT 2153 S.R. 434, LONGWOOD, FLORIDA 32779.  
STATE OF FLORIDA, ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN  
THE STATE,

SPHB MARKETING, INC.

By:

  
Charles Hall

ACKNOWLEDGEMENT

HAVING BEEN MADE TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,  
I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH  
THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

  
RESIDENT AGENT Sean Hall

P95004022561

SPHB MARKETING, INC.

P.O. BOX 3886 • 2153 WEST HIGHWAY 434 • LONGWOOD, FLORIDA 32779 • PHONE (407) 788-7112 • FAX (407) 862-6330

11/20/95

Div. of Corporations  
Fla Dept of State

FILED  
95 OCT 30 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

100001623971  
-10/31/95--01022--008  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Amount name of corporation  
is attached. Check in  
the amount of \$35.00 enclosed

Charles Hill, Pres.

N/c

NOV 2 1995

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

**FILED**  
**95 OCT 30 PM 12:51**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

SPHB MARKETING, INC.

(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Amend the name to read:      ACH CONSULTING GROUP, INC.

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**THIRD:** The date of each amendment's adoption: 10/25/95

**FOURTH: Adoption of Amendment(s) (CHECK ONE)**

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.  
*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

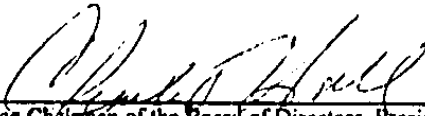
"The number of votes cast for the amendment(s) was/were  
sufficient for approval by \_\_\_\_\_"  
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 25th of OCT, 1995.

Signature

  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

CHARLES L HALL, PRES

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

CHARLES L HALL

\_\_\_\_\_  
Typed or printed name

President

\_\_\_\_\_  
Title