



**P95000040112**

# THE COMPANY CORPORATION

Three Christina Centre • 201 N Walnut Street • Wilmington, Delaware 19801 • Telephone (302) 575-0440 • Fax: (302) 575-1346

April 21, 1995

Corporate Records Bureau  
Division of Corporations  
PO Box 6327  
Tallahassee FL 32314

RE: Whitney Consulting Inc. *Business Process Enhancement Incorporated*  
P3478611WHWHI

Dear Sir or Madam:

900001472779  
-05/03/95--01040--024  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Enclosed please find Articles of Incorporation, Certificate of Acceptance and our check(es) in the amount of \$70.00 for Whitney Consulting Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 208 with questions regarding the enclosed application.

Sincerely,

*Kimberly Andras*  
Kimberly Andras

enc.

*W 95-9614  
302  
RHE-22*

FILED  
95 MAY 22 AM 10:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 8, 1995

THE COMPANY CORPORATION  
ATTN: KIMBERLY ANDRAS  
201 N WALNUT STREET  
WILMINGTON, DE 19801

SUBJECT: WHITNEY CONSULTING INC.  
Ref. Number: W95000009614

We have received your document for WHITNEY CONSULTING INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

AMANDA HERRING  
Document Specialist

Letter Number: 795A00022635

ARTICLES OF INCORPORATION  
OF  
Business Process Enhancement Incorporated

FILED  
95 MAY 22 AM 10:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

FIRST: The name of the corporation shall be Business Process Enhancement Incorporated.

SECOND: The address of the initial registered office of the corporation is 11051 Schooner Way, Windermere FL 34786, County of Orange. The name of the registered agent located at said address is M. Leigh Whitney.

THIRD: The principal address of the corporation is 11051 Schooner Way, Windermere, FL 34786.

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

FIFTH: The total authorized stock of this corporation is divided into 1 shares of no par value.

SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as directors until the first annual meeting of shareholders or until their successors are as follows:

M. Leigh Whitney      11051 Schooner Way, Windermere, FL 34786

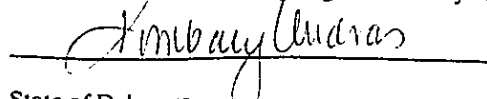
SEVENTH: The duration of the corporation is perpetual.

EIGHT: This is Close Corporation.

NINTH: The name(s) and address(es) of the persons who are to act as incorporator(s) are as follows:

Kimberly Andras c/o The Company Corporation  
Three Christina Centre, 201 N. Walnut St., Wilmington DE 19801

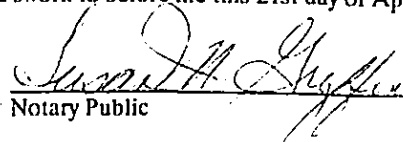
We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 21st day of April, 1995.



State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 21st day of April, 1995 by Kimberly Andras.

  
Notary Public

This document was prepared by Kimberly Andras, Three Christina Centre, 201 N. Walnut Street, Wilmington DE 19801 (302) 575-0440

SUSAN M. GRIFFIN  
NOTARY PUBLIC-DELAWARE  
Appointed October 6, 1994  
Term 2 Years

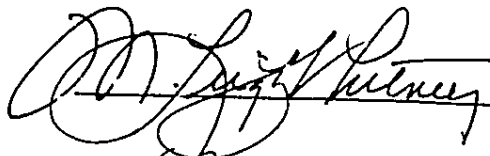
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 43.091, Florida Statutes, the following is submitted:

First, this Business Process Enhancement Incorporated  
desiring to organize under the laws of the State of Florida with its principal  
place of business located in the city of Windermere, State of  
Florida, has named M. Leigh Whitney located at  
11051 Schooner Way, Windermere, FL 34786  
\_\_\_\_\_ as its agent for service of  
process within Florida.

Having been named to accept service of process for the above stated  
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 and complete performance of my duties.

  
14 April 1995  
Date