



ACCOUNT NO. 072100000032

REFERENCE : 616693 143061A

AUTHORIZATION : *Patricia P. Smith*

COST LIMIT : \$ 122.50

ORDER DATE : June 13, 1995

ORDER TIME : 12:14 PM

ORDER NO. : 616693

CUSTOMER NO: 143061A

CUSTOMER: Ms. Christine Martinez
RICHARD ROSSI, ATTORNEY, P.A.

Penthouse #3
1700 E. Las Olas Blvd
Fort Lauderdale, FL 33301

EFFECTIVE DATE
JUN - 8 1995

DOMESTIC FILING

NAME: BLUE CONSULTING, INC.

XXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS: T. BROWN JUN 13 1995

FILED
95 JUN 13 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BLUE CONSULTING, INC.

FILED
95 JUN 13 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

EFFECTIVE DATE
JUN - 8 1995

The name of the Corporation is Blue Consulting, Inc.

ARTICLE II

The Corporation is organized for the purpose of transacting any and all business for which corporations may be formed under Chapter 607 of the Florida Statutes, as amended from time to time.

ARTICLE III

The Corporation is authorized to issue 1,000 shares of common stock par value \$.001 per share.

ARTICLE IV

The address of the initial registered office of the Corporation is 215 N. Federal Highway, Dania, Florida 33004 and the name of the initial registered agent of the Corporation at such address is Richard Seay.

ARTICLE V

The initial mailing address for the Corporation is 215 N. Federal Highway, Dania, Florida 33004

ARTICLE VI

The Corporation shall have 1 director(s) initially and the number of directors may be increased or decreased from time to time as provided by the By-laws but shall never be less than one (1). The name(s) and address(es) of the initial Director(s) is/are as follows:

Bernardo Protano
215 N. Federal Highway
Dania, Florida 33004

ARTICLE VII

To the fullest extent permitted by the Florida Business Corporation Act, the Corporation shall indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that such person (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation, provided that such person is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another corporation, provided that such person is or was at the time a director of the Corporation or a director of such other corporation, serving at the request of the Corporation. Unless otherwise expressly prohibited by the Florida Business Corporation Act, and except as otherwise provided in the previous sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that such person is or was an officer, employee or agent of the Corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. No person falling within the purview of this paragraph may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE VIII

The Corporation elects not to be governed by Florida Statute Section 607.0902, as amended from time to time, relating to control share acquisitions.

ARTICLE IX

The Corporation elects not to be governed by Florida Statute Section 607.0901, as amended from time to time, concerning affiliated transactions.

ARTICLE X

The name(s) and address(es) of the incorporator(s) of this Corporation is/are Bernardo Protano, 215 N. Federal Highway, Dania, Florida 33004.

ARTICLE XI

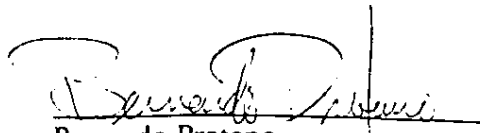
The Board of Directors and Shareholders may amend, repeal or adopt any By-law of and for the Corporation, but the Shareholders may prescribe that any By-law so amended, repealed or adopted by the Shareholders shall not be amended, repealed or adopted by the Board of Directors.

ARTICLE XII

The duration of the Corporation is perpetual.

These Articles of Incorporation are effective as of June 8, 1995.


IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 9th day of June, 1995.


Bernardo Protano

ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

FILED
95 JUN 13 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Statutes, as amended.



Richard D. Seay