

1201 HAYS STREET

TALLAHASSEE, FL 32309

800-342-8086



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PRESTIGE MAIL
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ACCOUNT NO. 072100000032

REFERENCE : 653488 95101A

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE : August 3, 1995

ORDER TIME : 12:26 PM

ORDER NO. : 653488

CUSTOMER NO: 95101A

CUSTOMER: Mr. Laurence C. Hames
SALLEY FEINBERG & HAMES, P.A.

P. O. Box 3829

Orlando, FL 32802-3829

EFFECTIVE DATE
JUL 31 1995

DOMESTIC FILING

NAME: BERKELEY ASSOCIATES, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS:

T. BROWN AUG - 4 1995

800001552808
-08/03/95--01033--028
***122.50 ***122.50

FILED
95 AUG -3 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 AUG -3 PM 1:16



FLORIDA DEPARTMENT OF STATE

August 3, 1995

Sandra B. Mortham
Secretary of State

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: BERKELEY ASSOCIATES, INC.
Ref. Number: W95000015681

We have received your document for BERKELEY ASSOCIATES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 895A00036611

EFFECTIVE DATE
JUL 31 1995

ARTICLES OF INCORPORATION
OF
BERKELEY ASSOCIATES, INC.

FILED
95 AUG -3 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being a natural person of legal age, does hereby desire to form a corporation under the laws of the State of Florida and do hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be Berkeley Associates, Inc., and the business address and location of the corporation shall be 800 Juanita Rael, Winter Park, FL 32789.

ARTICLE II

CORPORATE DURATION

This corporation shall commence to exist on the execution and acknowledgment of these Articles of Incorporation. The duration of the Corporation is perpetual.

ARTICLE III

GENERAL PURPOSE OF CORPORATION

The general purpose for which the Corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

Specifically, and not by way of limitation, a specific purpose of the Corporation is to carry on business as a consulting firm, and to do all and everything necessary, suitable, or proper for the accomplishment of that purpose, the attainment of any objectives,

or the exercise of any authority therein set forth, either alone or in conjunction with any other corporation, firm, or individual, and either as principal or agent, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the above-mentioned objects, purposes or authority.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares for which the Corporation is authorized to issue is 10,000. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 390 North Orange Avenue, Orlando, Florida 32801 and the name of the initial registered agent of this corporation at that address is Laurence C. Hames, Esq.

ARTICLE VI

INITIAL DIRECTOR

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders.

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is as follows: Laurence C. Hames, Esq.,

Salley, Feinberg & Hames, P.A., 390 N. Orange Avenue, Suite 2500,
Orlando, FL 32801.

ARTICLE VIII

AMENDMENT

This corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute.

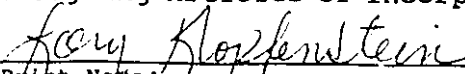
IN WITNESS WHEREOF, the undersigned, being the subscriber to these Articles of Incorporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and hereunto set my hand and seal this 31st day of July, 1995.



Laurence C. Hames

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 15th day of August, 1995 by Laurence C. Hames, to me personally known to be the person who executed the foregoing Articles of Incorporation.

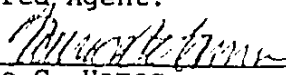


Print Name: _____
Notary Public, State of Florida
My Commission Expires:

OFFICIAL NOTARY SEAL LORY A KLOPFENSTEIN NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC210028 MY COMMISSION EXP. JUNE 23, 1996
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ACCEPTANCE OF REGISTERED AGENT

Having been named in Article V as Registered Agent to accept service of process for this Corporation at the place designated in Article V, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Laurence C. Hames

Dated: August 1, 1995

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA