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PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 972100000032

REFERENCE : 658416 9714A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : August 11, 1995

ORDER TIME : 2:48 PM

ORDER NO. : 658416

CUSTOMER NO: 9714A

200001558892

CUSTOMER: Shelly B. Maurice, Esq
SHELLEY B. MAURICE, P. A.

11076 South Military Trail

Boynton Beach, FL 33436

DOMESTIC FILING

NAME: HENRY W. GILES CONSULTING, INC

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny B. Smith

EXAMINER'S INITIALS:

T. BROWN AUG 14 1995

FILED
95 AUG 14 /M 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
95 AUG 14 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HENRY W. GILES CONSULTING, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

HENRY W. GILES CONSULTING, INC

The address of the principal office of this corporation shall be 3613 Silverlace Lane #67, Boynton Beach, Florida 33436 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Henry W. Giles	3613 Silverlacc Lane #67
Dir./Pres./Sec./Treas.	Boynton Beach, Florida 33436

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company, on August 11, 1995.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation
to transact business in this State, having a business office
identical with the registered office of the corporation named
above, and having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and accepts the
obligations of the position of Registered Agent under Section
607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

DAS/dgs

P95000062386

Shelley B. Maurice, P.A.

SHELLEY B. MAURICE, ESQ.
MEMBER OF THE FLORIDA BAR AND
UNITED STATES DISTRICT COURT BAR

THE VILLAGE SQUARE
11078 B. MILITARY TRAIL
BOYNTON BEACH, FLORIDA 33438

TELEPHONE (407) 738-5200
TELECOPIER (407) 738-5273

September 1, 1995

700001578947
-09/06/95--01089--011
*****35.00 *****35.00

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

Re: Henry W. Giles Consulting, Inc.
Date of Incorporation - August 14, 1995
Articles of Incorporation Document No. P95000062386
Our File No. 195-303

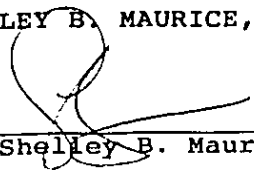
Dear Sir or Madame:

With reference to the above, enclosed in duplicate is a Statement of Change of Registered Office and Registered Agent, together with my check payable to your order in the sum of \$35.00, representing filing fee.

Thank you for causing your records to reflect the change of registered agent. If there is any other information required, please contact the undersigned.

Very truly yours,

SHELLEY B. MAURICE, P.A.

By: 
Shelley B. Maurice, Esq.

gm

Enclosures

cc: (w/ encl.) Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, FL 32301

FILED
1995 SEP -5 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. charge
NF 9-7-95

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Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508,
Florida Statutes, the undersigned corporation organized under the laws of the State of
FLORIDA submits the following statement in order to change its registered office
or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: HENRY W. GILES CONSULTING, INC.

1b. Date of incorporation August 14, 1995 Document number P9500J062386

2. The name and address of the current registered agent and office:

Corporation Service Company

1201 Hays Street, Tallahassee, FL 32301

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

Shelley B. Maurice

11076 South Military Trail, Boynton Beach, FL 33436

The street address of its registered agent and the street address of the business office
of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by
an officer so authorized by the board.

[Signature]
SIGNATURE
8/29/95
DATE

Henry W. Giles, President and Director
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THIS CERTIFICATE, 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 RELATIVE TO THE PROPER AND COM-
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE *[Signature]*

DATE 8/29/95

(Registered Agent) Shelley B. Maurice

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