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Krueckberg & Liciardi

JOHN H. KRUECKBERG
JOHN L. LICCIARDI**
Admitted in Fed., N.Y.

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4081 Tamarind Tr. NW,
Park Square, C-103
Naples, Florida 33940

January 17, 1996

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

8000001716103
-02/15/96--01003--001
*****70.00 *****70.00

Re: OPERATION CONSULTANTS, INC.

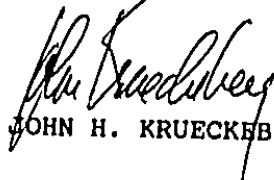
Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation for the above company. Please file the original in your offices and certify and return to us one copy with the Certificate.

We are enclosing our check in the amount of ~~\$122.50~~ ^{\$70.00}, covering:

Filing Fee:	\$35.00
Cert. designating	
Registered Agent:	<u>35.00</u>
	\$ 70.00

Sincerely,


JOHN H. KRUECKBERG

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2/19/96

ARTICLES OF INCORPORATION
OF
OPERATION CONSULTANTS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

NAME

The name of the corporation shall be:

OPERATION CONSULTANTS, INC.

The principal place of business of this corporation shall be 4011 King Tarpon Drive, Punta Gorda, Florida 33955.

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.

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having one dollar (\$1.00) par value per share.

ADDRESS

The street address of the initial registered office of the corporation shall be 4011 King Tarpon Drive, Punta Gorda, Florida 33955, and the name of the initial registered agent of the corporation at that address is Robert F. Schwalm.

TERM OF EXISTENCE

This corporation is to exist perpetually.

DIRECTORS

This corporation shall have one director, initially. The names and street addresses of the initial member of the Board of Directors is:

Robert F. Schwalm
4011 King Tarpon Drive
Punta Gorda, Florida 33955

OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

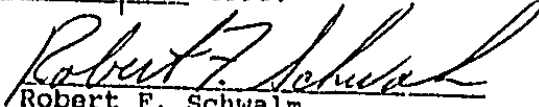
President, Vice-President
Treasurer, Secretary
Robert F. Schwalm
4011 King Tarpon Drive
Punta Gorda, Florida 33955

INCORPORATOR

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

Robert F. Schwalm
4011 King Tarpon Drive
Punta Gorda, Florida 33955

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand this 13 of FEBRUARY 1996.


Robert F. Schwalm


STATE OF FLORIDA
COUNTY OF CHARLOTTE

BEFORE ME, the undersigned authority, personally appeared Robert Schwalm, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, and who produced FLDL# 5450-760-38-168-0 as identification.

WITNESS my hand and official seal in the State and County last aforesaid on 13 FEBRUARY, 1996.



OFFICIAL SEAL
LAQUETTE J. WALDORF
My Commission Expires
July 23, 1996
Comm. No. CC 217532


Notary Public
LAQUETTE J. WALDORF
Print Name of Notary
Certificate No. CC 217532
My Commission Expires: 7-23-96

DESIGNATION OF REGISTERED AGENT

OF

OPERATION CONSULTANTS, INC.

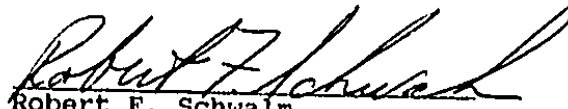
The above named corporation, desiring to organize under the laws of the State of Florida with its principal place of business and corporate offices, as indicated in the Articles of Incorporation at the City of Punta Gorda, Charlotte County, Florida, has named:

Robert F. Schwalm
4011 King Tarpon Drive
Punta Gorda, Florida 33955

as its agent to accept service of process within this state, and as its registered agent for all purposes prescribed by the laws of the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process and to serve as its registered agent for all statutory purposes, at the place designated in this certificate, I hereby accept said designation, provisions of law relative to keeping open said office.


Robert F. Schwalm
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA