

P96000047078

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: CS Consulting Group, Inc No 52810

	C.O. FEE.	DISBURSED
Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> Cert. Copy(s)		
<i>PAYE</i>		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS _____

REQUEST TAKEN CONFIRMED APPROVED

DATE 6/4

TIME 9.30 CK No. _____

BY 27

WALK-IN
 Will Pick Up _____

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

B. REGISTER JUN 4 1996

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

FILED

96 JUL -4 PM 12:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CS CONSULTING GROUP, INC.**

**ARTICLE I
NAME**

The name of the Corporation is CS CONSULTING GROUP, INC. The address of the Corporation is 95 Kellys Trail, Oldsmar, Florida 34677.

**ARTICLE II
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III
PURPOSE**

The Corporation is organized for the following purposes: to engage in any activity or business incidental to or related to the business; to acquire and hold stock in any corporation; to engage in joint ventures and partnerships, as a limited or general partner; to acquire, own, hold, manage, mortgage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property wherever situate; to carry out the said purposes in any State, territory, district, or possession of the United States, or in any foreign country; and to engage in any activity or business permitted under the laws of the United States, the State of Florida, and any other State or foreign country.

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue 7,500 shares of capital stock of the par value of One Dollar (\$1.00) per share which shall be designated "Common Shares," and all of which shall have the same rights and privileges.

ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 95 Kellys Trail, Oldsmar, Florida 34677, and the name of the initial Registered Agent of the Corporation at that address is Patrick C. Soranno.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Bylaws. The name and address of the initial Director of the Corporation is:

Patrick C. Soranno
95 Kellys Trail
Oldsmar, Florida 34677

**ARTICLE VIII
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is Patrick C. Soranno, 95 Kellys Trail, Oldsmar, Florida 34677.

**ARTICLE IX
BYLAWS**

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and the shareholders.

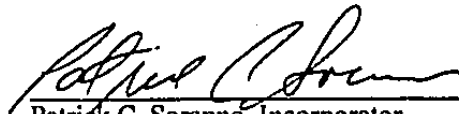
**ARTICLE X
INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE XI
AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 3 day of June, 1996.


Patrick C. Soranno, Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

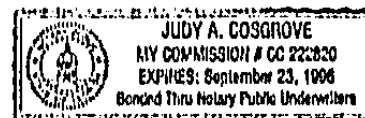
The foregoing instrument was acknowledged before me this 3rd day of June, 1996 by
Patrick C. Soranno, who is personally known to me or who has produced _____
as identification.

Judy H. Cosgrove
Signature of person taking acknowledgment

Name typed/printed/stamped

Title

My commission expires:



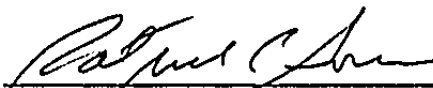
CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuance of Chapter 48.091 and Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

That CS CONSULTING GROUP, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 95 Kellys Trail, Oldsmar, Florida 34677, has named Patrick C. Soranno, located at 95 Kellys Trail, Oldsmar, Florida 34677, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to the proper and complete performance of my duties, and I accept the duties and obligations of Chapter 607.0501, Florida Statutes.



Patrick C. Soranno, Registered Agent

Date: 6-3-96

FILED
96 JUN -4 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMAN & LINS, P.A.

PARAMOUNT PLAZA
SUITE 300
14002 N. DALE MADRY HIGHWAY
TAMPA, FLORIDA 33610-2072

PHONE: (813) 265 0004
FAX: (813) 265 0044

JEFFREY A. AMAN
D. MICHAEL LINS

ATTORNEYS & COUNSELLORS AT LAW

PA6000047078
May 7, 1997

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

400002179724--2
-05/15/97--01049--001
*****35.00 *****35.00

Re: Paradigm 2000 Alliance Group, Inc.

Gentlemen:

Enclosed for filing please find an original Certificate Designating Registered Agent as well as two originals of the Amendment to Articles of Incorporation for CS Consulting Group, Inc., along with our firm's check in the amount of \$35.00 which represents the filing fee. Please file the original and return the file-stamped copy to our offices in the enclosed, self-addressed and stamped envelope.

If you have any questions, please feel free to contact me.

Very truly yours,

D. Michael Lins

D. Michael Lins

DML:pg
Enclosures

APPROVED
FILED
57 JUN 17 01 20 02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
6-27-97
W 9/000011805
JIMM + NC
7



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

May 20, 1997

D. MICHAEL LINS
14502 N. DALE MABRY HWY., SUITE 300
TAMPA, FL 33618-2072

SUBJECT: CS CONSULTING GROUP, INC.
Ref. Number: P96000047078

We have received your document for CS CONSULTING GROUP, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

- (1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.
- (2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

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) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 897A00027110

AMAN & LINS, P.A.

PARAMOUNT PLAZA
SUITE 300
14802 N. DALE MAJORY HIGHWAY
TAMPA, FLORIDA 33610-2072

PHONE: (813) 288-0004
FAX: (813) 288-0044

JEFFREY A. AMAN
D. MICHAEL LINS

ATTORNEYS & COUNSELORS AT LAW

June 18, 1997

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

Attention: Carol Mustain

Re: CS Consulting Group, Inc.

Dear Ms. Mustain:

Enclosed for your consideration is the following:


1. Copy of your letter dated May 20, 1997;
2. Two original Amendments to Articles of Incorporation; and
3. Certificate Designating Registered Agent.

Please note that the Amendment was approved by the Board of Directors through its sole director, Patrick C. Sorrano.

Please submit these documents for filing at your earliest opportunity.

If there are any questions, please contact my Legal Assistant, Patti Graves, to discuss this further. Thank you for your assistance.

Very truly yours,



D. Michael Lins

DML:pg
Enclosures

**AMENDMENT TO ARTICLES OF INCORPORATION
OF
CS CONSULTING GROUP, INC.**

ARTICLE I

NAME

The name of the Corporation is changed to and shall hereafter be: PARADIGM ALLIANCE GROUP, INC. The address of the Corporation is changed to and shall hereafter be: 506 N. Gulf Blvd. Apt. No. 302, Indian Rocks Beach, Florida 33785.

ARTICLE II

DURATION

[No change from original Articles of Incorporation]

ARTICLE III

PURPOSE

[No change from original Articles of Incorporation]

ARTICLE IV

CAPITAL STOCK

[No change from original Articles of Incorporation]

ARTICLE V

PRE-EMPTIVE RIGHTS

[No change from original Articles of Incorporation]

37 JUN 27 PM 3:32
SECRETARY'S OFFICE
TOLSON & LADD

APPROVED
AND
FILED

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the Registered Office of the Corporation is changed to and shall be: 506 N. Gulf Blvd. Apt. 302, Indian Rocks Beach, Florida 33785, and the name of the Registered Agent of the Corporation at that address is Patrick C. Soranno.

See Ex. A

ARTICLE VII

INITIAL BOARD OF DIRECTORS

[No change from original Articles of Incorporation]

ARTICLE VIII

INCORPORATOR

[No change from original Articles of Incorporation]

ARTICLE IX

BYLAWS

[No change from original Articles of Incorporation]

ARTICLE X

INDEMNIFICATION

[No change from original Articles of Incorporation]

ARTICLE XI

AMENDMENT

[No change from original Articles of Incorporation]

IN WITNESS WHEREOF, the undersigned as Director and Shareholder has executed this

Amendment to Articles of Incorporation this 30 day of ^{April}~~March~~, 1997.

The amendment was approved by the sole director/shareholder as of April 30, 1997.

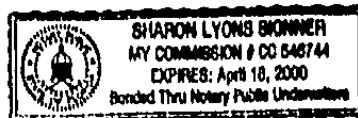

Patrick C. Soranno, Director

STATE OF Florida
COUNTY OF Pinellas

The foregoing instrument was acknowledged before me this 30 day of April,
1997 by Patrick C. Soranno, who is personally known to me or who has produced _____
_____ as identification.

Sharon L. Skinner
Signature of person taking acknowledgment
Sharon L. Skinner
Name typed/printed/stamped
Consumer Banker
Title

My commission expires: 4/18/2000



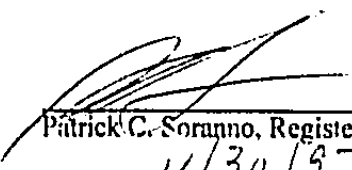
CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuance of Chapter 48.091 and Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

That PARADIGM ALLIANCE GROUP, INC. formerly known as CS CONSULTING GROUP, INC., having organized under the laws of the State of Florida with its principal office, as indicated in the Amendment to Articles of Incorporation, at 506 N. Gulf Blvd. Apt. No. 302, Indian Rocks Beach, Florida 34785, has named Patrick C. Soranno, located at 506 N. Gulf Blvd. Apt. No. 302, Indian Rocks Beach, Florida 3478, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to the proper and complete performance of my duties, and I accept the duties and obligations of Chapter 607.0501, Florida Statutes.



Patrick C. Soranno, Registered Agent

Date: 4/30/97