

P9600055164



PRESTON HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 004433 4352702

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pizzuti

ORDER DATE : June 28, 1996

ORDER TIME : 9:38 AM

ORDER NO. : 004433

CUSTOMER NO: 4352702

600001879366

CUSTOMER: Ms. Jennifer Lukas
WILLIAMS PARKER HARRISON DIETZ
& GETZEN
200 South Orange Avenue
Sarasota, FL 34230-3258

DOMESTIC FILING

NAME: HDG CONSULTING, INC.

EFFECTIVE DATE:

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: Kathy Drake

EXAMINER'S INITIALS:

FILED
96 JUN 28 PM 1:38
RECEIVED
96 JUN 28 AM 1:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA
DIVISION OF CORPORATION

GB 6/28/96

ARTICLES OF INCORPORATION
OF
HDG CONSULTING, INC.

FILED
96 JUN 28 PM 11:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

HDG Consulting, Inc.

2. Principal Office. The principal office of the Corporation is:

1774 South Drive
Sarasota, Florida 34239

3. Mailing Address. The mailing address of the Corporation is:

1774 South Drive
Sarasota, Florida 34239

4. Authorized Shares. The Corporation is authorized to issue 10,000 shares of common stock having a par value of \$1.00 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

5. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

6. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

H. Dieter Gebhard
1774 South Drive
Sarasota, Florida 34239

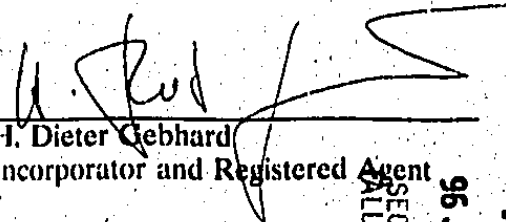
By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that she is familiar with, and accepts, the obligations of that position.

7. Incorporator. The name and address of the incorporator of the Corporation is:

H. Dieter Gebhard
1774 South Drive
Sarasota, Florida 34239

8. Effective Date. The existence of the Corporation shall commence upon June 28, 1996.

Dated this 27th day of June 1996.


H. Dieter Gebhard
Incorporator and Registered Agent

SECRETARY OF STATE
TALLAHASSEE FLORIDA

96 JUN 28 PM 1:38

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