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July 25, 1996

FILED
96 JUL 29 PM 4:46
TALLAHASSEE, FLORIDA

State of Florida
Department of State
Division of Corporations
Attn: Charter Section
Post Office Box 6327
409 E. Gaines Street
Tallahassee, Florida 32314

000001907530
-07/30/96--01036--005
****122.50 ****122.50

RE: Britt Consulting, 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. We would appreciate your expediting this process. If you have any questions please phone us collect so we can avoid any delays.

We are enclosing our check in the amount of \$122.50, covering:

\$35.00 -Filing Fee
35.00 -Certificate designating registered agent
52.50 -Certified Copy

\$122.50 -Total

Sincerely yours,

Herbert M. Webb
Herbert M. Webb

HMW:jmr
Enclosures (as stated)

me 7-30-96

**ARTICLES OF INCORPORATION
OF**

BRITT CONSULTING, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is: BRITT CONSULTING, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock without par value.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Herbert M. Webb, Attorney
4400-E N.W. 23rd Avenue
Gainesville, Florida 32606

ARTICLE VI - INITIAL ADDRESS OF PRINCIPAL OFFICE.

The initial mailing address and principal place of the business of the corporation shall be:

BRITT CONSULTING, INC.
4830 N.W. 43rd Street, Q-271
Gainesville, Florida

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ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have 1 director initially. The number of directors may be increased from time to time by Bylaws adopted by the stockholders, but shall never be less than one. The name and street address of the director is:

Douglas B. Robinson
4830 N.W. 43rd Street, Q-271
Gainesville, FL 32606

ARTICLE VIII

ARTICLE VIII. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE IX. PREEMPTIVE RIGHTS.

Every shareholder upon the sale for cash of any new stock of this 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 at the price at which it is offered to others.

ARTICLE X. SPECIAL PROVISION.

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.


ARTICLE XI INDEMNIFICATION

This Corporation shall indemnify any officer, or director, or any former director or officer, to the full extent permitted by law.

ARTICLE XII SUBSCRIBER

The name and street address of the person signing these Articles of Incorporation is:


Douglas B. Robinson
4830 N.W. 43rd Street, Q-271
Gainesville, FL 32606



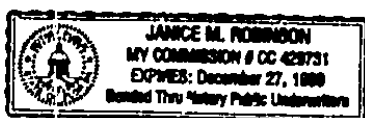
DOUGLAS B. ROBINSON
SUBSCRIBER

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME, a Notary Public, personally appeared DOUGLAS B. ROBINSON, to me personally known and known to be the person described as Subscriber and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 25 day of July, 1996 and did not take an oath.



NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
Print Name: _____
My Commission Expires: _____
Serial No. _____



**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.09, Florida Statutes, the following is submitted:

That BRITT CONSULTING, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, Gainesville, County of Alachua, State of Florida, has named HERBERT M. WEBB, located at Gainesville, County of Alachua, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

The undersigned is familiar with and accepts the duties and responsibilities as registered agent.


HERBERT M. WEBB
Registered Agent

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JUL 23 1996

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