

**CORPORATE
ACCESS,
INC.**

P97000025152

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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1.) *Project Consultants, Inc.*
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

*789,503,671
W/97-6183*

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97 MAR 20 PM 12:21
SECRETARY OF STATE
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B. REGISTER MAR 20 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 17, 1997

CORPORATE ACCESS, INC.
1116-D THOMASVILLE ROAD
MOUNT VERNON SQUARE
TALLAHASSEE, FL 32030

SUBJECT: PROJECT CONSULTANTS, INC.
Ref. Number: W97000006183

3/20/97
Corrected
CM

We have received your document for PROJECT CONSULTANTS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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If you have any questions about the availability of a particular name, please call (904) 488-9000.

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Doris Brown
Document Specialist

Letter Number: 097A00013461

RECEIVED
97 MAR 20 AM 11:36
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

of

ONSITE CONSULTING, INC.

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97 MAR 20 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: ONSITE CONSULTING, INC.,

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 410 North Atlantic Drive, Lantana, Florida 33462.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of common stock, with no par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Vincent J. Presto, 410 North Atlantic Drive, Lantana, Florida 33462.

ARTICLE V - DIRECTOR(S)

The name(s) of the initial director(s) is(are): Vincent J. Presto

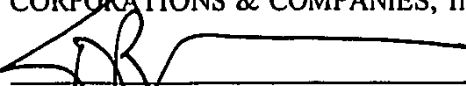
ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Corporations & Companies, Inc., Stephen D.M. Robinson, President, Suite 300A, Two Greenville Crossing, 4001 Kennett Pike, Wilmington, Delaware 19807.

The undersigned has executed these Articles of Incorporation this 11th day of March, 1997.

CORPORATIONS & COMPANIES, INC.

BY:


STEPHEN D.M. ROBINSON, President
Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

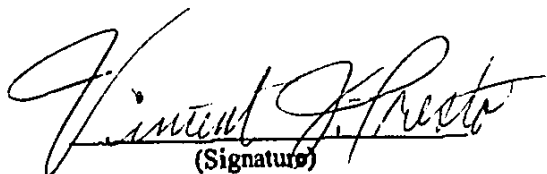
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: ONSITE CONSULTING, INC.
2. The name and street address of the registered agent and office is:

Vincent J. Presto
410 North Atlantic Drive
Lantana, Florida 33462

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)


(Date)